



G3 GLOBAL BERHAD
Company No. 200201002733 (570396-D)

Annual Report **2024**





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CORPORATE INFORMATION

BOARD OF DIRECTORS

DATO' SRI ALIAS BIN AHMAD

Independent Non-Executive Director and
Chairman

**DATO' SRI AMINUL ISLAM BIN ABDUL
NOR**

Executive Director

ENCIK AL-FAZIRUL DAVID BIN ABDULLAH

Managing Director
(Appointed on 11 September 2024)

MR. KUNAL TAYAL

Non-Independent Non-Executive Director

TUAN HAJI (DR.) SALIHIN BIN ABANG

Independent Non-Executive Director

MADAM VASANTHI A/P ARUMUGAM

Independent Non-Executive Director

AUDIT COMMITTEE

Tuan Haji (Dr.) Salihin Bin Abang
(Chairman)
Dato' Sri Alias Bin Ahmad
Mr. Kunal Tayal

**RISK MANAGEMENT
COMMITTEE**

Mr. Kunal Tayal (Chairman)
Dato' Sri Alias Bin Ahmad
Tuan Haji (Dr.) Salihin Bin Abang

REMUNERATION COMMITTEE

Dato' Sri Alias Bin Ahmad (Chairman)
Mr. Kunal Tayal
Tuan Haji (Dr.) Salihin Bin Abang

NOMINATING COMMITTEE

Dato' Sri Alias Bin Ahmad (Chairman)
Mr. Kunal Tayal
Tuan Haji (Dr.) Salihin Bin Abang

COMPANY SECRETARY

Lim Li Heong
SSM Practicing Certificate No.
202008001981
(MAICSA 7054716)

Wong Mee Kiat
SSM Practicing Certificate No.
202008001958
(MAICSA 7058813)

REGISTERED OFFICE

Level 5, Tower 8, Avenue 5, Horizon 2
Bangsar South City
59200 Kuala Lumpur
Wilayah Persekutuan Kuala Lumpur
Tel : +603 2280 6388
Fax : +603 2280 6399
Email : listcomalaysia@acclime.
com

BUSINESS ADDRESS

05-05-02, Block 5, Corporate Park,
Star Central
Lingkaran Cyber Point Timur
Cyber 12
63000 Cyberjaya
Selangor Darul Ehsan
Tel : +603 8800 7000
Email : contact@g3global.com.my

WEBSITE

www.g3global.com.my

SHARE REGISTRAR

Securities Services (Holdings) Sdn.
Bhd.
Registration No. 197701005827
(36869-T)
Level 7, Menara Milenium
Jalan Damanlela
Pusat Bandar Damansara
Damansara Heights
50490 Kuala Lumpur
Wilayah Persekutuan Kuala Lumpur
Tel : +603 2084 9000
Fax : +603 2094 9940
Email : info@sshsb.com.my

AUDITORS

Grant Thornton Malaysia PLT
(201906003682 & No. AF: 0737)
Chartered Accountants
Level 11, Sheraton Imperial Court
Jalan Sultan Ismail
50250 Kuala Lumpur
Wilayah Persekutuan Kuala Lumpur
Tel : +603 2692 4022
Fax : +603 2732 5119

SOLICITORS

Kanesalingam & Co
Ng, Arlene Tan & Leong

PRINCIPAL BANKERS

Hong Leong Islamic Bank Berhad
Alliance Bank Berhad
Maybank Islamic Berhad

STOCK EXCHANGE LISTING

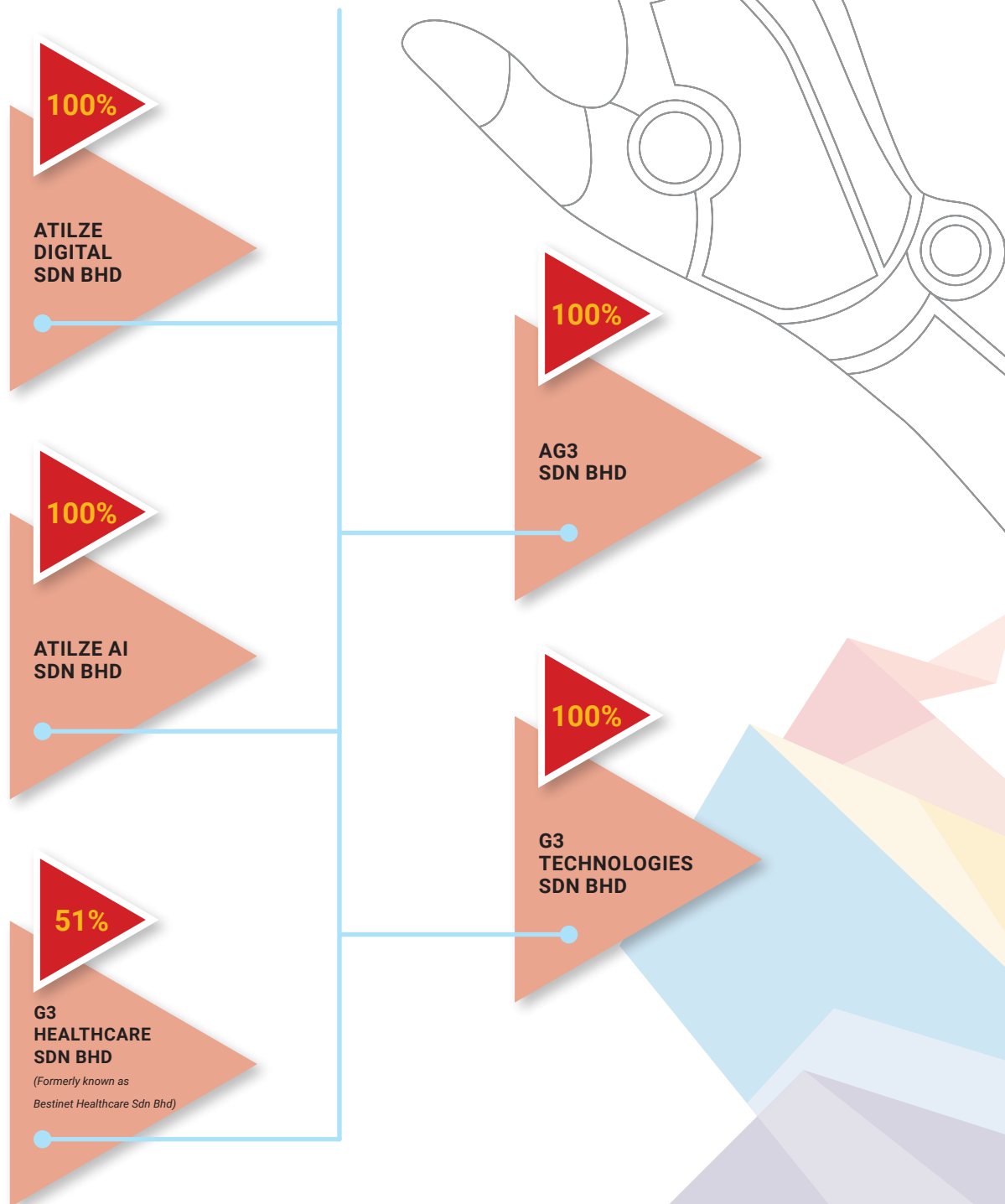
Main Market of Bursa Malaysia
Securities Berhad
Stock Name: G3
Stock Code: 7184

CORPORATE STRUCTURE

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G3 GLOBAL BERHAD
Company No. 200201002733 (570396-D)





CHAIRMAN'S STATEMENT



**Dato' Sri Alias
Bin Ahmad**
Chairman

Dear Shareholders,

On behalf of the Board of Directors, I am pleased to present G3 Global Berhad's Annual Report for the financial year ended 31 December 2024 (FY2024). This year represented a pivotal period of strategic advancement as we strengthened our leadership in technology solutions amid global challenges.

CHAIRMAN'S STATEMENT (CONT'D)

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NAVIGATING CHANGE WITH STRATEGIC AGILITY

The business environment in 2024 was shaped by macroeconomic volatility, rapid technological evolution, and shifting industry dynamics. In this context, G3 Global demonstrated resilience and adaptability, leveraging our core strengths in Artificial Intelligence (AI) and digital transformation to create value for our stakeholders. A key highlight was the successful implementation of the AIS3 smart systems project at KLIA and KLIA2, a testament to our technical expertise and execution capabilities. This achievement not only enhances Malaysia's aviation infrastructure but also solidifies our reputation as a trusted partner for large-scale, innovative solutions. Concurrently, we expanded our strategic alliances, fostering collaborations that amplify our growth potential.

EXPANDING OUR HORIZONS

Beyond our core expertise in ICT, we continue to explore new frontiers that align with market needs. The healthcare sector presents exciting opportunities, particularly in AI-powered diagnostics and medical support services. By combining AI with our System Integrator (SI) and Project Management (PM) capabilities, we are well-positioned to deliver transformative solutions that address critical industry needs.

STRENGTHENING GOVERNANCE AND LEADERSHIP

In 2024, we continued to enhance our corporate governance framework by strengthening board diversity and independence. By increasing the representation of independent directors and embracing gender diversity, we reinforce our commitment to transparency, accountability, and ethical leadership. These efforts ensure that G3 Global remains resilient, forward-thinking, and well-positioned for sustainable growth.

APPRECIATION AND FORWARD MOMENTUM

I wish to recognize the exceptional dedication of our G3 Global team, whose expertise and commitment drive our success. My sincere thanks also go to our Board members, shareholders, partners, and customers for their continued trust and collaboration. As we forge ahead, we remain committed to innovation, excellence, and creating lasting value for all our stakeholders.

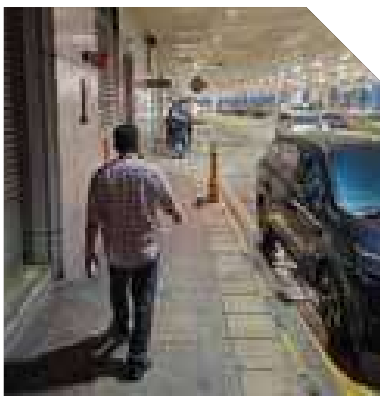
Dato' Sri Alias Ahmad
Chairman

CORPORATE MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS OVERVIEW

As previously reported, G3 Global Berhad had in May 2022 secured a RM118 million project to design, supply, install, testing and commissioning for the Airport Integrated Security and Safety System (“AIS3”) at KLIA and KLIA2.

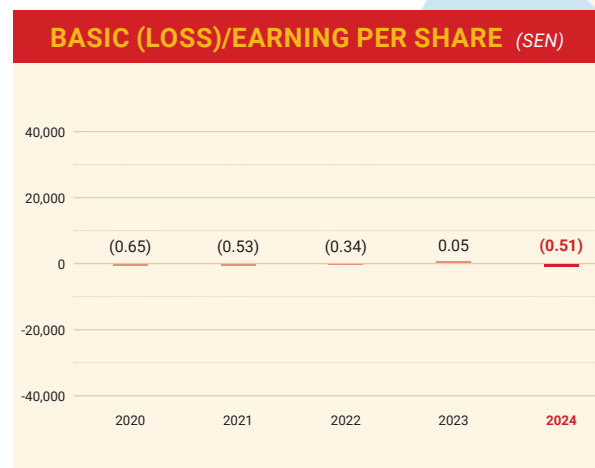
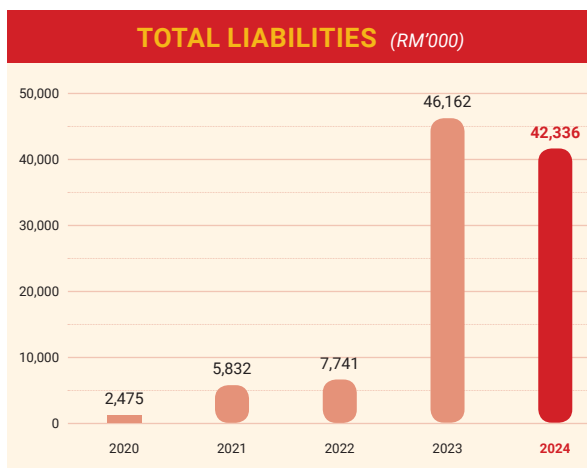
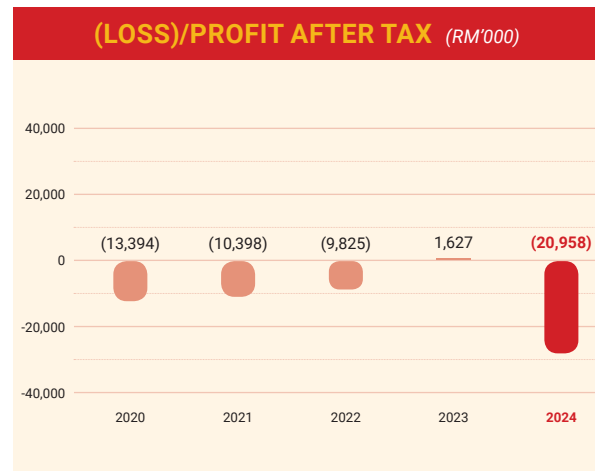
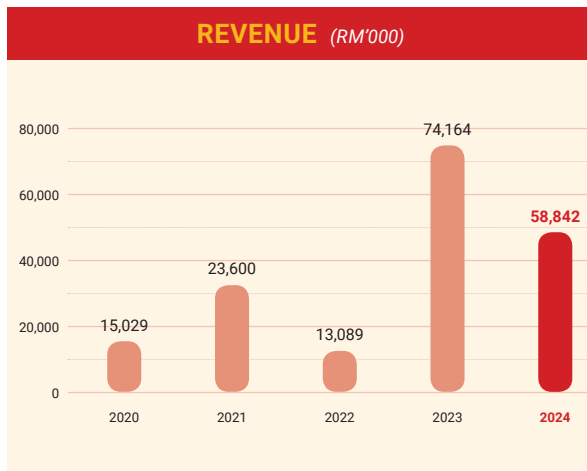
G3 Global faced several challenges in the delivery of the AIS3 project due to the operational nature of KLIA and KLIA 2, particularly in public areas within the airport where both terminals are live and active airport terminals with millions of passengers passing through the gates. Nevertheless, G3 Global continued with the delivery of the AIS3 project in 2024 and due to the said operational challenges, G3 Global is expected to complete the project by Q2 2025. G3 Group expect the AIS3 project to continue to contribute positively to G3 Group’s overall revenue.



CORPORATE MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

5-YEAR GROUP FINANCIAL HIGHLIGHTS

	2020	2021	2022	2023	2024
OPERATING RESULTS (RM'000)					
Revenue - ICT	15,029	2,162	1,892	74,164	58,842
Revenue - Healthcare	–	21,438	11,197	–	–
(Loss)/Profit after tax	(13,394)	(10,398)	(9,825)	1,627	(20,958)
KEY STATEMENTS OF FINANCIAL POSITION (RM'000)					
Total Assets	28,936	29,352	48,241	107,227	82,442
Total Liabilities	2,475	5,832	7,741	46,162	42,336
Shareholders' Funds	26,431	22,564	40,612	61,440	42,250
SHARE INFORMATION					
Basic (loss)/earning per share (sen)	(0.65)	(0.53)	(0.34)	0.05	(0.51)
Net assets per share (sen)	0.06	0.01	0.01	1.62	1.06



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CORPORATE MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

FINANCIAL PERFORMANCE

The overall financial performance for the FY2024 is driven by G3 Global's ICT Division with a revenue of RM58.84 million through the AIS3 Project. As the project is nearing its completion, the revenue recognised for FY2024 are lesser than the Group revenue reported in FY2023.

The Group register an overall loss after taxation of RM20.96 million, a significant deterioration from a profit after taxation of RM1.63 million in FY2023. The loss after taxation reported in FY2024 was mainly due to the overall escalation of project cost in AIS3, impairment of other receivables and old inventories written off in G3 Global's subsidiaries.

The downwards position from the profit after taxation in FY2023 to the loss position in in FY2024 has contributed to decrease to basic loss per share of 0.51 sen as compared to a basic earning per share of 0.05 sen.

SEGMENTAL OUTLOOK

ICT Division

The Malaysian economy staged a strong performance in 2022, registering an 8.7% growth during the year, supported by the full upliftment of containment measures, resilient growth in exports, the revival of tourism activity and continued policy support. In 2023, Malaysia's economic growth moderated to 3.7% amidst a challenging external environment. This was mainly due to slower global trade, the global tech downcycle, geopolitical tensions and tighter monetary policies. On the domestic front, growth has been supported by the continued recovery in economic activity and labour market conditions.

In first quarter of 2024 ("1Q 2024"), the Malaysian economy grew by 4.2% as compared to 2.9% in the fourth quarter of 2023 ("4Q 2023"), mainly attributable to higher household spending supported by positive labour market conditions and stronger Government measures, turnaround in goods exports and higher tourist arrivals as well as stronger investment activities. The services sector witnessed a growth of 4.7% in 1Q 2024 (4Q 2023: 4.1%) mainly due to higher retail trade activities and continued support from transport and storage subsector. The manufacturing sector rebounded by 0.7% in 1Q 2024 as compared to -0.3% in 4Q 2023, attributable to rebound in electrical and electronics and primary related clusters, as well as stronger construction-related manufacturing activities.

The construction sector registered an expansion of 11.9% during 1Q 2024 (4Q 2023: 3.6%), supported by faster progress of civil engineering projects and stronger support from special trade and residential activities. The mining sector registered a growth of 5.7% in 1Q 2024 (4Q 2023: 3.5%) mainly due to higher natural gas output. While agriculture sector registered a growth of 1.6% in 1Q 2024 (4Q 2023: 1.9%), supported by moderate growth of rubber and food crops production amid hot weather.

Moving forward, the Malaysian economy is expected to expand by 4.0% - 5.0% in 2024 due to resilient domestic expenditure and a recovery in external demand. On the external front, the International Monetary Fund ("IMF") has projected a rebound in global trade from 0.4% in 2023 to 3.3% in 2024. This coupled with the tech upcycle, stronger external demand and continued improvement in the tourism sector is expected to support Malaysia's exports. On the domestic front, continued employment and wage growth in the country is expected to support household spending. In addition, improvement in tourist arrivals and spending are expected to continue. Nonetheless, the growth outlook is still subject to downside risks stemming from weaker-than-expected external demand, further escalation of geopolitical conflicts and larger declines in commodity production.

(Source: Protégé Associates)

CORPORATE MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

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RISK MANAGEMENT

As of Q4 2024, the Group has no borrowings or debt securities except bank guarantee of RM11.8 million issued for the AIS3 Project as performance bond and have no outstanding capital commitments.

The completion of AIS3 Project would represent a strong reference for G3 Global to expand its capabilities in AI for Airport Security to the other airports locally and regionally. G3 Global's senior management plays an active role to ensure the success of AIS3 Project with competent vendors selected to ensure completed works are of the quality desired by the client.

G3 Global also strives to improve current revenue through securing potential ICT projects which are currently at discussion stage.

DIVIDEND POLICY

The Board has not adopted any fixed dividend policy. The Board does not recommend payment of any dividend for FY2024.

OUTLOOK

The AIS3 Project is expected to contribute positively to G3 Global's revenue performance and also an important milestone achieved for G3 Global moving towards profitability. Completion of AIS3 Project will allow G3 Global to expand its AI offering to other airports within Malaysia as well as regionally. Thus, the G3 Global's Board of Directors placed priority and focus to ensure that AIS3 Project is completed.

The Board will continuously review the strategy and future business direction of the Group in order to remain competitive and improve the Group's financial performance.

DIRECTORS' PROFILE

Dato' Sri Alias Bin Ahmad

(Independent Non-Executive Director and Chairman)

Nationality



Gender



Age

67

DATO' SRI ALIAS BIN AHMAD is the Non-Executive Director and Chairman of the Company since 4 January 2022. Dato' Sri Alias is also the Chairman of the Nomination Committee and the Remuneration Committee, as well as a member of the Audit Committee and the Risk Management Committee.

Dato' Sri Alias graduated from Universiti Malaya with a Bachelor (Hons) of Arts and Social Sciences in 1981 and a Masters of Strategic and Defence Studies in 2001. He also holds various diplomas and certificates in public management, intelligence and security, emergency responses and advanced management and leadership from other institutions such as the University of Oxford, United Kingdom and Military College, Taipei, Taiwan.

Over the last 34 years between 1984 and 2018, Dato' Sri Alias served the country and the Malaysian government in various capacities and departments which included the Ministry of Education ("MOE"), Prime Minister's Office, Ministry of Home Affairs (MOHA), State Security Department, Immigration Department, National Security Council ("NSC"), among others.

Some of the notable positions, which he had held includes Director General of the Department of Immigration, Malaysia from 2010 until 2014, Secretary General of Ministry of Domestic Trade and Consumer Affairs (KPDNHEP) from 2014 until 2016, Secretary of NSC in 2016 before he retired as the Secretary General of the MOE in May 2018.

Besides that, he had held many directorships and council memberships in a number of private and public listed companies, board of government agencies, institutions, foundations and etc. He was a board member of Bank Rakyat Malaysia from 2015 until 2019, the Chairman of the Companies Commission of Malaysia from 2014 till 2016, and was also a Council Member of the Ministry of Science, Technology and Innovation from 2017 until 2018.

Save as disclosed above, he does not hold any other directorship in any other public companies or public listed companies.

Dato' Sri Alias does not have any conflict of interest or potential conflict of interest, including interest in any competing business, in any business arrangement involving the Company and its subsidiaries.

Dato' Sri Alias does not hold any shares directly or indirectly in the Company. Dato' Sri Alias does not have any family relationship with any other director and/or substantial shareholders of the Company.



DIRECTORS' PROFILE (CONT'D)

Dato' Sri Aminul Islam Bin Abdul Nor

(Executive Director)

Nationality



Gender



Age

58

DATO' SRI AMINUL ISLAM BIN ABDUL NOR was appointed as Executive Director of the Company on 26 November 2021.

He holds a Bachelor of Arts degree in Business Management from the University of Chittagong, Bangladesh.

Dato' Sri Aminul Islam is the Founder and Group President of Bestinet Sdn. Bhd., a leading technology company, which has been awarded with over 15 awards till date locally and internationally including its most prestigious award as 'The World's Best Digital Content Solutions' under the Government and Citizen Engagement category by The World Summit Award (WSA), a framework of the United Nations (UN) Sustainable Development Goals (UN SDG), in the year 2017, for its system called Foreign Workers Centralized Management System ("FWCMS"). FWCMS is a key tool which is being used by the Malaysian government to effectively manage, monitor and control all processes related to foreign workers management in the country and is integrated and used by all relevant stakeholders in Malaysia and labour sending countries.

He has more than 30 years of experience in managing service-oriented businesses and is firmly guided by the "Customer Is the Most Important" approach of doing business. With his vast experience as the Managing Director and Chief Executive Officer of several companies, Dato' Sri Aminul Islam is well-versed in project management, marketing, financial management, client retention, implementing policies, cost control and others.

Presently, Dato' Sri Aminul Islam does not hold any other directorship in any other public companies or public listed companies.

Dato' Sri Aminul has declared his interest in the Tenancy Agreement entered into between G3 Global Berhad ("the Company") and Bestinet Sdn. Bhd. ("Bestinet") in respect of the rental of a demised premises for use as the Company's office. His interest in the Tenancy Agreement gives rise to an actual/potential conflict of interest with his duties or interests as Director by virtue of his direct shareholdings in Bestinet.

Save as disclosed above, Dato' Sri Aminul Islam does not have any other conflict of interest or potential conflict of interest, including interest in any competing business, in any business arrangement involving the Company and its subsidiaries.

As of 8 April 2024, Dato' Sri Aminul Islam holds 115,637,000 ordinary shares in the Company. He has deemed interest on 517,888,900 ordinary shares in the Company by virtue of his shareholdings in Dream Life Travels Sdn Bhd, Databliss Sdn Bhd and Instacloud Sdn Bhd pursuant to Section 8 of the Companies Act 2016; and through Greenfield Hills Sdn Bhd via his spouse and his son.

Dato' Sri Aminul Islam is the father of Encik Muhammad Qhailiz Norman Aminul Islam, who is a substantial shareholder of the Company.



DIRECTORS' PROFILE (CONT'D)

Encik Al-Fazirul David Bin Abdullah

(Managing Director)

Nationality



Gender



Age

60

ENCIK AL-FAZIRUL DAVID BIN ABDULLAH was appointed as the Managing Director of G3 Global Berhad on 11 September 2024.

He holds a Masters in Computer Science, Major in Information & Computer Sciences from the Ashington University, United Kingdom.

Encik Fazirul brings over 25 years of experience working for large multinational organizations such as Hewlett Packard (HP), IBM and Ericsson covering APAC & Australia region with expertise in Business Management, P&L, Sales, Customer Facing, Data Centers, Technology Implementation, Professional Services, Project Management, Software Development, Support & Maintenance and Partnering.

Latest, Encik Fazirul was the Managing Director of Sacofa Sdn Bhd ("Sacofa") since 2021, where through his leadership & technology capabilities optimized both the business and operations of the company.

Prior to Sacofa, he was the Chief Executive Office for Naza Communications (under Naza Group of Companies) from 2018 to 2021, heading and building the Technology Pillar with multiple revenue streams for Naza Group.

Besides Malaysian conglomerates, during the years from 2012 to 2017, he was heading and growing the consulting business for Ericsson APAC and doubled up as CSI Regional Program Director for complex high valued projects and Data Centers, he had worked for IBM Global Services from 2010 to 2011 as Business Transformation Director, and Hewlett Packard Professional Services from 2002 to 2010 as Associate Partner.

Encik Fazirul was also a pioneer in Fiber Optics Nationwide implementation coupled with Business-driven technology solutions for land, undersea and satellite global exchange connectivity and Data Center when he was in charge as Chief Operating Officer for Time Telekom from 2001 to 2002.

Encik Fazirul started his career in 1985 with Sapura Advanced System – MIS- Manage Telecommunication Date Centre for 7 years until 1991. He was with Siemens Nixdorf as Business Unit Director from 1992 to 1996, and Hewlett Packard (Malaysia) as Project Director from 1996 to 2001.

He does not hold any other directorship in any other public companies or public listed companies.

Encik Fazirul does not have any conflict of interest or potential conflict of interest, including interest in any competing business in any business arrangement involving the Company and its subsidiaries.

He does not hold any shares directly or indirectly in the Company. He does not have any family relationship with any other director and/or substantial shareholders of the Company.



DIRECTORS' PROFILE (CONT'D)

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Mr Kunal Tayal

(Non-Independent Non-Executive Director)

Nationality



Gender



Age

37

MR. KUNAL TAYAL was appointed as Non-Independent Non-Executive Director of G3 Global Berhad on 26 November 2021. He is the Chairman of the Risk Management Committee and is also a member of the Nomination Committee, the Remuneration Committee and the Audit Committee.

He received his Bachelor of Commerce from Delhi University, India, in 2009 and his MBA in Finance from Mahatma Gandhi University in 2011. He is a Chartered Accountant and has been a member of the Institute of Chartered Accountants of India since 2012. He is also a member of the Malaysian Institute of Accountants.

He is presently the Chief Financial Officer of Bestinet Sdn. Bhd. ("Bestinet"), based in Kuala Lumpur where he oversees the full spectrum of financial operations for the entire group and ensuring sound finance governance and statutory reporting.

Throughout his tenure with Bestinet since 2015, he has been responsible in managing the company's financial planning, budgeting and forecasting, financials preparation and accounts finalisation in line with accounting standards. In addition to that, he is also tasked with developing commercial proposals and strategic plans to acquire as well as grow new businesses and leading due diligence activities for acquisition exercises, liabilities and investments analysis, and risk management.

Prior to that, Mr. Kunal Tayal served as an External Audit Senior with SR Batliboi & Co LLP (Ernst & Young) in Gurgaon, India where he led end-to-end statutory and internal audits, financial statement analysis as well as procedure reviews for large Multinational Corporations ("MNCs") and many private limited companies across the pharmaceuticals, manufacturing, retail, healthcare as well as services industries.

Throughout his career, he has had the opportunity to work with companies across the manufacturing & retail, healthcare, services, BPO & KPO, logistics, travel & tourism, education, pharmaceuticals, NGO and banking sectors.

He is also one of the founding members of the Malaysian Chapter of The Institute of Chartered Accountants of India (MICA).

Presently, Mr. Kunal Tayal is also a director of another public listed company, namely Green Packet Berhad.

Mr. Kunal Tayal has declared his actual/potential conflict of interest with his duties or interests as Director in relation to the Tenancy Agreement entered into between G3 Global Berhad and Bestinet Sdn. Bhd. ("Bestinet") for the rental of a demised premises for use as the Company's office due to his position as a Chief Financial Officer in Bestinet.

Save as disclosed above, Mr. Kunal Tayal does not have any other conflict of interest or potential conflict of interest, including interest in any competing business, in any business arrangement involving the Company and its subsidiaries.

Mr. Kunal Tayal does not hold any shares directly or indirectly in the Company. He also does not have any family relationship with any other director and/or substantial shareholders of the Company.



DIRECTORS' PROFILE (CONT'D)

Tuan Haji (Dr.) Salihin Bin Abang

(Independent Non-Executive Director)

Nationality



Gender



Age

52

TUAN HAJI (DR.) SALIHIN BIN ABANG was appointed as an Independent Non-Executive Director of the Company on 22 November 2019. He is the Chairman of the Audit Committee, and member of the Nomination Committee, Remuneration Committee, and Risk Management Committee.

Tuan Haji (Dr.) Salihin obtained his Master of Science in Accounting and Bachelor of Accounting from International Islamic University Malaysia in 2008 and 1997 respectively and completed Harvard Business School Alumni Club of Malaysia's Senior Management Development Program (SMPD) in 2011. He also contributes to academia as an industry advisor to universities covering bachelor, master, and doctoral levels. He led the establishment of Teaching Accountancy Firm (TAF) in some local universities with UMT being the pioneer in an effort to further bridge the gap between theory and practice of accountancy. He was conferred the Honorary Doctorate Degree in Management by UMT during their 16th Convocation Ceremony on 11 November 2018. This is in recognition of his leadership and national and international contributions to both industry and academia in the areas of audit, assurance, accounting, taxation, and business advisory.

Tuan Haji (Dr.) Salihin is the Group Managing Partner of SALIHIN and a former president of the Malaysian Institute of Accountants (MIA), the sole regulatory body of the accounting profession in Malaysia. He founded SALIHIN and its group of independent professional services firms offering audit and assurance, taxation, Shariah advisory, corporate advisory, and digital consulting services. Apart from managing SALIHIN, he also contributes his expertise in the governance and management of public listed and non-public listed companies, as well as government and state statutory bodies.

Tuan Haji (Dr.) Salihin has over 20 years of experience in the corporate world, assuming Board and committee membership responsibilities in audit, risk, transformation, sustainability and corporate reporting. He is also the Vice President of the Malaysian Islamic Chamber of Commerce (DPIM).

His professional qualifications include Chartered Accountant (C.A.(M)), Certified Public Accountant (CPA (M)), ASEAN Chartered Professional Accountant (ACPA), Fellow member of the Association of International Accountants (FAIA, UK), Fellow member of Chartered Tax Institute of Malaysia (FCTIM), a member of the Financial Planning Association of Malaysia (FPAM), Malaysian Association of Tax Accountants (MATA), an honorary member of the Institute of Cooperative and Management Auditors (ICMA) and a professional member of the Institute of Management Accountants (IMA, USA). He is also a Qualified Risk Director with The Institute of Enterprise Risk Practitioners (IERP).

Currently, Tuan Haji (Dr.) Salihin also holds directorship in another public listed companies, namely Bintulu Port Holdings Berhad and Boustead Heavy Industries Corporation Berhad. He also holds directorship in Boustead Plantation Berhad (not listed), Hornbill Skyways Sdn. Bhd., Mabe Properties Sdn Bhd and Sarawak Economic Development Corporation.

Tuan Haji (Dr.) Salihin has disclosed his actual/ potential conflict of interest with his duties or interest as Director on the engagement of his company to provide tax consultancy services to G3 Global Group due to his directorship and management interest in his company.

Save as disclosed above, Tuan Haji (Dr.) Salihin does not have any other conflict of interest or potential conflict of interest, including interest in any competing business, in any business arrangement involving the Company and its subsidiaries.

Tuan Haji (Dr.) Salihin does not hold any shares directly or indirectly in the Company. He also does not have any family relationship with any other director and/or substantial shareholders of the Company.



DIRECTORS' PROFILE (CONT'D)

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Madam Vasanthi A/P Arumugam

(Independent Non-Executive Director)

Nationality



Gender



Age

60

MADAM VASANTHI A/P ARUMUGAM was appointed as an Independent Non-Executive Director of the Company on 30 May 2023.

Madam Vasanthi Arumugam received her Bachelor of Laws from the University Malaya in 1990 and her Masters in Law from the University Malaya in 2001.

She is the founder of Messrs Vas & Co, a boutique law firm that was established in 2006 and is presently the Managing Partner. In a sterling career spanning over 3 decades in the legal industry, Vasanthi's accolades are widely recognised throughout the nation, specifically in her holistic approach towards resolving complex issues in the area of corporate and commercial law. She is also a member of the Honourable Society of the Middle Temple in London, UK.

She does not hold any other directorship in any other public companies or public listed companies.

Madam Vasanthi Arumugam does not have any conflict of interest or potential conflict of interest, including interest in any competing business, in any business arrangement involving the Company and its subsidiaries.

She does not hold any shares directly or indirectly in the Company. She does not have any family relationship with any other director and/or substantial shareholders of the Company.

Notes to Directors' Profiles:

None of the Directors has any conviction for offences within the past five (5) years other than traffic offences, and there are no public sanction and/or penalty imposed by the relevant regulatory bodies on the Directors during the financial year.

Board Meeting attendance in 2024:

The details of the Directors' attendance at the Board Meetings are disclosed in the Corporate Governance Overview Statement of this Annual Report.

The composition of the Board of Directors complies with Paragraph 15.02 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad whereby one-third (1/3) of the Board are Independent Directors.



KEY SENIOR MANAGEMENT

Encik Farisan Moktar

(Chief Financial Officer)

Nationality



Gender



Age

53

ENCIK FARISAN MOKTAR was appointed as Chief Financial Officer of G3 Global Berhad on 29 January 2024.

He is a Chartered Certified Accountant by training and was admitted as a Fellow of the Chartered Association of Certified Accountants (ACCA) in 2005.

He is an alumnus of Alliance Manchester Business School, Manchester and a holder of a Master Degree in Business Administration from the University of Manchester, United Kingdom. Further to that, he has under his belt a Bachelor of Arts Degree in Combines Studies with Accounting from De Montfort University, Leicester, United Kingdom as well as a Diploma in Accountancy from Institut Teknologi MARA (currently known as Universiti Teknologi MARA). Encik Farisan has recently attended and successfully completed the University of Oxford, Saïd Business School, Oxford Executive Leadership Programme in March 2025.

Prior to his current position, he was the Acting Group Chief Executive Officer ("Acting Group CEO") and Group Chief Financial Officer ("CFO") of UiTM Holdings Sdn. Bhd. ("UHSB"), a wholly owned investment holding company of Universiti Teknologi MARA, the biggest public university in Malaysia. As the Acting Group CEO and Group CFO, Encik Farisan was responsible for all corporate, operational, financial reporting, corporate finance, corporate strategy, corporate transformation, legal and corporate secretarial matters of eight (8) active companies involved in renewable power generation, healthcare, technology and creative sectors.

Encik Farisan has accumulated 28 years of corporate experiences of which the last 15 years was in senior leadership position. He has demonstrated his leadership capabilities in Bank Muamalat Malaysia Berhad, the Performance Management and Delivery Unit ("PEMANDU") of the Prime Minister's Department and FGV Holdings Berhad Group.

In late 2021, Encik Farisan was identified and invited to join UHSB as the Group CFO and was eventually appointed as the Acting Group CEO for UHSB Group.

Encik Farisan does not have any family relationship with any Director and/or major shareholder of the Company. He does not have any conflict of interest or potential conflict of interest, including interest in any competing business, in any business arrangement involving the Company and its subsidiaries. He does not hold any directorship in any public companies or public listed companies. He has not been convicted of any offence within the past five (5) years other than traffic offence, if any, as well as any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.



SUSTAINABILITY STATEMENT

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OUR COMMITMENT TO BUSINESS SUSTAINABILITY

At G3 Global, we are committed to driving sustainable growth by integrating Economic, Environmental, and Social (“EES”) considerations into our business strategy. As a technology-driven company specialising in artificial intelligence (“AI”) and digital solutions, we recognise our responsibility to create long-term value for our stakeholders while minimising our environmental impact and fostering positive social change.

We view sustainability as an integral part of our operations, going beyond compliance to create meaningful value for stakeholders. By embedding sustainability principles into our strategies, we aim to enhance resilience, promote innovation, and contribute positively to both our business and the communities we serve.

REPORTING SCOPE AND BOUNDARY

This Sustainability Statement covers the sustainability activities and performance of G3 Global and its subsidiaries based in Malaysia for the financial year from 1 January 2024 to 31 December 2024, unless otherwise specified. The corporate structure of the Group is detailed in the Group Structure section of the Annual Report.

REPORTING FRAMEWORKS AND STANDARDS

The Statement has been prepared following the guidance of best practice guidelines, standards, and frameworks as follows:



- Practice Note 9 of the Main Market Listing Requirements
- Sustainability Reporting Guide, 3rd Edition ("SRG")



- Malaysia Code of Corporate Governance ("MCCG"), Updated April 2021



- Global Reporting Initiative ("GRI"), 2021

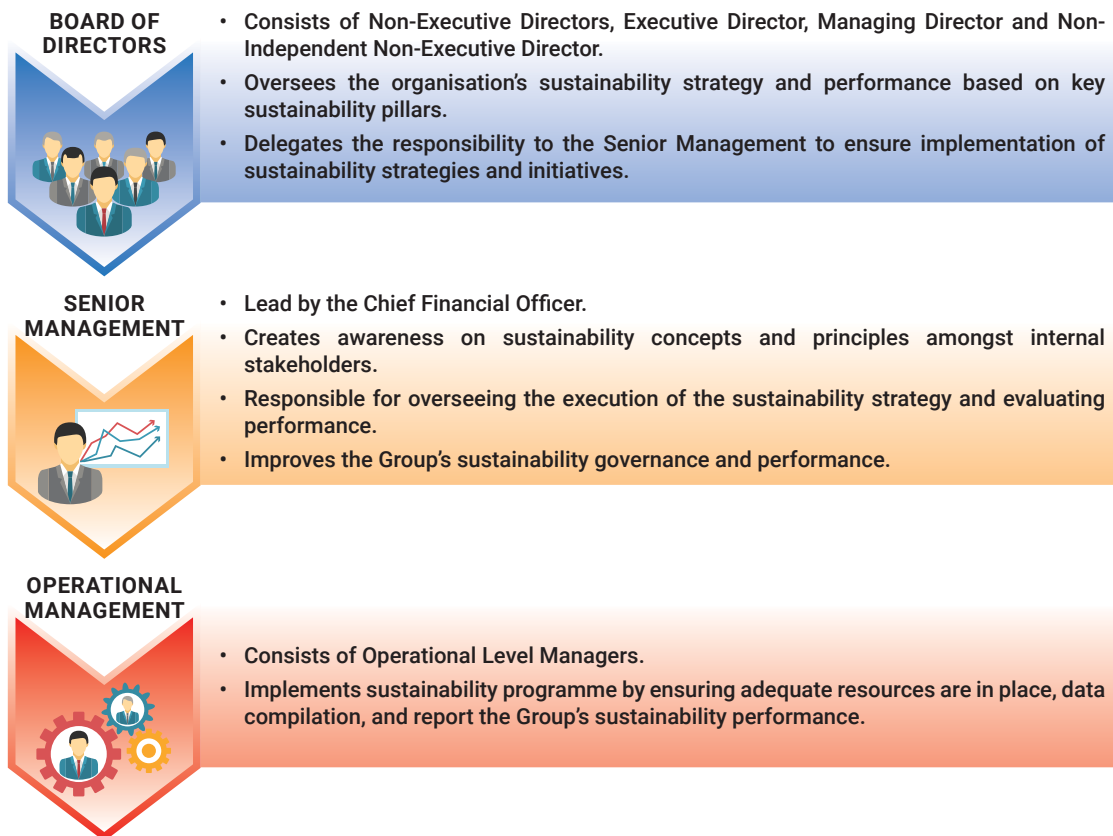
FEEDBACK

We welcome your input on this report and any aspects discussed within it. Your feedback is highly valued, and we appreciate your engagement. Please do not hesitate to reach out with enquiries, comments, or suggestions about the content at contact@g3global.com.my.

SUSTAINABILITY STATEMENT (CONT'D)

SUSTAINABILITY GOVERNANCE

At G3 Global, we recognise that effective sustainability governance is the foundation of responsible business growth. A well-structured governance framework ensures that sustainability is not merely an aspiration but an integral part of our corporate strategy, operations, and decision-making processes. By embedding sustainability into our leadership structure, we reinforce accountability, enhance risk management, and drive long-term value creation for our stakeholders.



POLICIES AND PROCEDURES FOR EXCELLENT GOVERNANCE

The Group is committed to upholding the highest standards of governance by embedding robust policies that drive sustainable business practices. These policies serve as a foundation for ethical decision-making, accountability, and operational integrity, ensuring that sustainability is not just a principle but a core component of our corporate culture. By setting clear guidelines and stringent standards, we reinforce our commitment to transparency, regulatory compliance, and responsible business conduct across all levels of the organisation. They are as follows:



Anti-Bribery and
Anti-Corruption
Policy



Whistleblowing
Policy



Code of
Conduct



Employee
Handbook



Health and
Safety Policy

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SUSTAINABILITY STATEMENT (CONT'D)

STAKEHOLDER ENGAGEMENT

The Group recognises that meaningful stakeholder engagement is fundamental to driving sustainable growth and long-term success. We are committed to fostering transparent, proactive, and constructive dialogue with our stakeholders to understand their evolving expectations and concerns. By actively engaging with stakeholders and integrating their insights into our decision-making processes, we strengthen relationships, enhance business resilience, and create shared value for both our organisation and the communities we serve. This commitment reflects our belief that sustainability thrives on collaboration, trust, and a deep understanding of stakeholder priorities.

The table below presents a comprehensive summary of our key stakeholders, the communication channels employed for engagement, their sustainability concerns and areas of interest, as well as the frequency of these interactions:

Stakeholder Group	Engagement Platform	Areas of Interest or Concern	Engagement Frequency	Our Response
Shareholders & Investors 	- Financial and Corporate announcement and reporting - General meeting - Corporate website	- Financial and operational performance - Corporate governance - Internal control and risk management	- Annually - Quarterly	- Economic Performance, pages 26 - Anti-Bribery and Anti-Corruption, pages 26-27 - Corporate Governance, pages 27
Customers 	- Corporate website - Direct engagement	Product and service quality and pricing	- As and when required - Quarterly	- Innovation and Digital Transformation, pages 28 - Cybersecurity, pages 29 - Customer Privacy, pages 35
Vendors & Suppliers 	- Direct engagement - Meetings and discussions	Customer service	- Periodically - As and when required	- Procurement, pages 30 - Occupational Health and Safety, pages 35
Employees 	- Performance appraisals - Social events with employees - Meetings and discussions - Trainings	Product and service innovation	- Annually - Periodically - Quarterly	- Diversity and Equal Opportunity, pages 32-33 - Employment, pages 34 - Occupational Health and Safety, pages 35 - Training & Development, pages 35 - Employee Engagement, pages 36
Government & Regulatory Bodies 	- Meetings and consultations - Dialogues - Audit and verification	- Regulatory compliance - Approvals and permits	- Annually - Quarterly	- Anti-Bribery and Anti-Corruption, pages 26-27 - Corporate Governance, pages 27 - Environmental Compliance, pages 30-31
Local Communities 	Internship programme	Good corporate citizenship	Annually	- Environmental Compliance, pages 30-31 - Energy Usage and Water Management, pages 31-32 - Local Community Engagement, pages 37

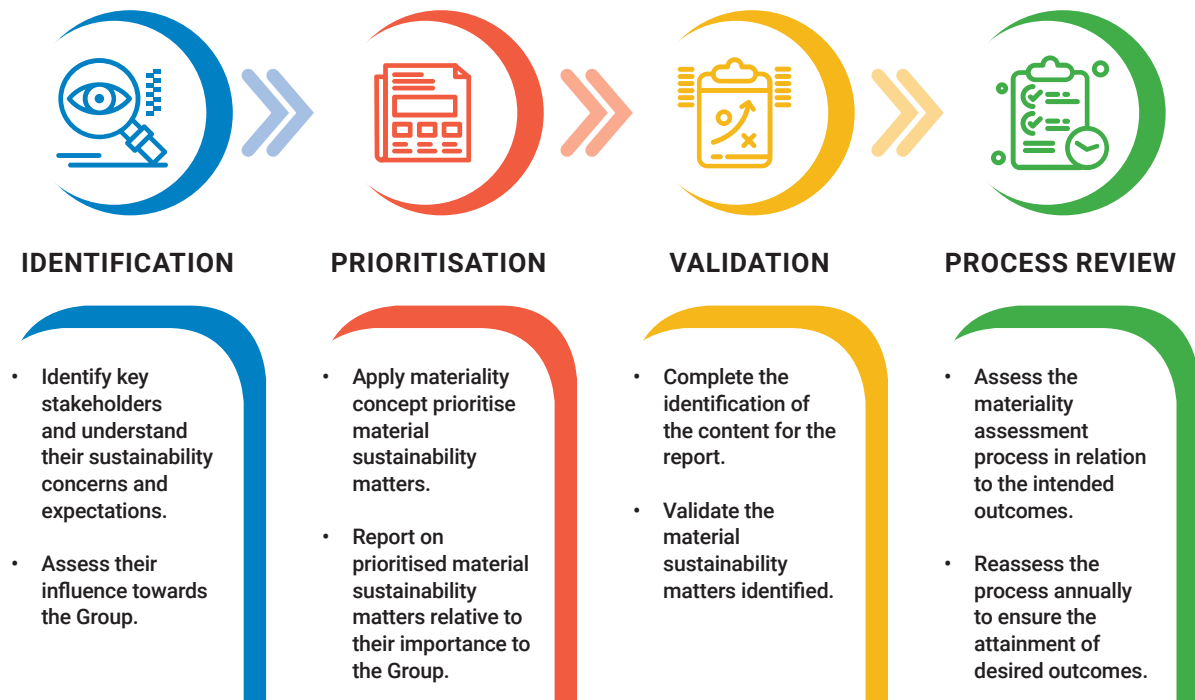
SUSTAINABILITY STATEMENT (CONT'D)

MATERIALITY ASSESSMENT

The Group remains steadfast in its commitment to managing sustainability matters that are critical to our long-term success and stakeholder expectations. By embedding materiality considerations into our strategic and operational decision-making, we enhance our ability to mitigate risks, seize opportunities, and drive meaningful contributions toward a more sustainable future. The materiality assessment process is a key tool for identifying and evaluating important risks and opportunities related to EES issues. It focuses on the most relevant and impactful areas for the Group and its stakeholders.

This assessment process aligns with Bursa Malaysia's SRG 3rd Edition guidelines, ensuring a structured and strategic approach to identifying and engaging key stakeholders. By systematically evaluating and prioritising the most critical EES factors impacting the business and its stakeholders, the Group gains actionable insights that drive its sustainability strategy and inform high-impact decision-making.

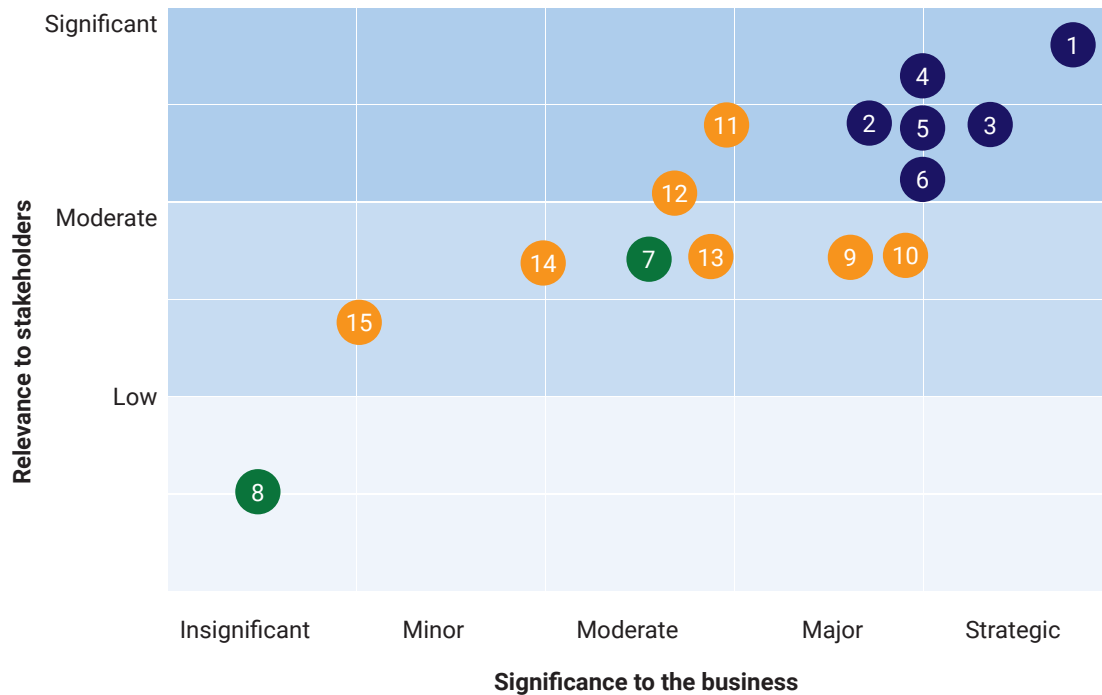
MATERIALITY ASSESSMENT PROCESS



We determined that there were no changes to our sustainability materiality profile, as there were no significant changes to our business model, internal processes, or structures. Consequently, our sustainability materiality profile remains consistent with last year's results.

SUSTAINABILITY STATEMENT (CONT'D)

MATERIALITY MATRIX FY2024



SIGNIFICANCE TO THE BUSINESS

ECONOMIC		ENVIRONMENT		SOCIAL	
1	Economic Performance	7	Environmental Compliance	9	Diversity and Equal Opportunities
2	Anti-Bribery and Anti- Corruption	8	Energy Usage and Water Management	10	Employment
3	Corporate Governance			11	Customer Privacy
4	Innovation and Digital Transformation			12	Occupational Health and Safety
5	Cybersecurity			13	Training and Development
6	Procurement1			14	Employee Engagement
				15	Local Community Engagement

SUSTAINABILITY STATEMENT (CONT'D)

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RISKS AND OPPORTUNITIES

The materiality assessment enabled the Group to identify key sustainability priorities, strategically manage risks, seize opportunities, and drive long-term value creation for stakeholders. By integrating sustainability into its core strategy, the Group strengthens its resilience, enhances its competitive advantage, and contributes meaningfully to sustainable development.

Material Topics	Risks	Opportunities
Economic Performance	- Challenges in securing projects - Liquidity risk	Cost savings initiative
Anti-Bribery and Anti-Corruption	- Integrity risk - Reputational risk - Financial loss	Increased governance compliance
Corporate Governance	Non-compliance to business operating rules and regulations	Improved transparency and stakeholders' confidence
Innovation and Digital Transformation	Technology landscape risk	New business opportunities
Cybersecurity	Cybersecurity threat	Increase in cybersecurity awareness and compliance
Procurement	- Disruption in the supply chain leading to delays - Quality issues - Increased costs	- Strengthening supplier relationships - Identifying alternative suppliers
Environmental Compliance	Non-compliance to business operating rules and regulations	Cost savings initiatives
Diversity and Equal Opportunity	- Legal risks - Loss of key staff	- Better customer and market understanding - Brand and reputation enhancement
Employment	Loss of key staff	Increased productivity
Customer Privacy	Cybersecurity threat	New business opportunities
Occupational Health and Safety	Non-compliance to business operating rules and regulations	Increased productivity
Training and Development	- Technology landscape risk - Loss of key staff	- Increased productivity - Increased competence
Employee Engagement	Loss of key staff	Increased productivity
Local Community Engagement	- Community dissatisfaction - Negative impact on brand reputation	- Enhanced brand image, - Increased community support - Access to local talent pool

SUSTAINABILITY STATEMENT (CONT'D)

SUSTAINABILITY KEY PERFORMANCE INDICATORS ("KPIs")

Key performance indicators serve as a strategic guide and a source of motivation in achieving our sustainability goals. By measuring performance against targets, we can effectively track progress, identify areas for improvement, and implement corrective actions to mitigate risks, ensuring long-term business resilience and continuity.

Material Topics	FY2024 Actual Achievements	FY2025 Targets
Economic Performance	Decrease in revenue by 20.66% due to AIS 3 project cost escalation and one-off impairments.	Achieving an improvement of 5% more net profit margin.
Anti-Bribery and Anti-Corruption	Declaration statement on zero cases	Maintain zero incidents
Corporate Governance	Achieved 17% gender diversity on the board.	Increase gender diversity to 30% on the board.
Innovation & Digital Transformation	Maintained collaboration with SenseTime.	To explore opportunities to collaborate with other partners.
Cybersecurity	- Declaration statement on zero cases of cybersecurity breach - Reduced incident response time to 24 hours.	- Maintain zero incidents - Maintain incident response time at 24 hours or less.
Procurement	Achieved 89% of local suppliers.	Achieving 95% of local suppliers.
Environmental Compliance	Successfully operated in compliance with environmental regulations.	Continue to proactively manage environmental aspects to ensure consistent adherence to regulatory standards.
Diversity and Equal Opportunity	Local workforce represented 100% of the total workforce.	Maintain the current representation of local talent in the workforce.
Employment	Expanded the total workforce from 6 to 9 employees, reflecting continued hiring efforts while improving employee retention compared to the previous year.	Maintain the employee retention rate compared to the previous year.
Customer Privacy	Zero reported data breaches	Maintain zero reported data breaches and unauthorised access incidents.
Occupational Health and Safety	Achieved zero workplace accidents and incidents	Maintain zero workplace accidents and incidents.
Training & Development	- Achieved total of 272 hours of training completed by employees with an average of 20.92 hours per employee - Invested total of RM29,852.40 into employee training and skill certification	- Increase the total hours of training completed and average hours per employee by 50% - Increase the amount invested by 25%

SUSTAINABILITY STATEMENT (CONT'D)

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SUSTAINABILITY KEY PERFORMANCE INDICATORS ("KPIs") (CONT'D)

Material Topics	FY2024 Actual Achievements	FY2025 Targets
Employee Engagement	Achieved an overall employee satisfaction score of 87.5%	Increase employee engagement activities
Local Community Engagement	Completed 2 community engagement projects, contributing funds amounting to RM 20,000.00	- To organise at least 4 Corporate Social Responsibility ("CSR") activities that benefit local residents. - To contribute to charities and funds to support community infrastructure amounting to RM20,000

FY2024 KEY SUSTAINABILITY HIGHLIGHTS



ZERO
Corruption Cases



100%
employees completed
ABAC Policy awareness
training



ZERO
Cases of data breach



ZERO
complaints from external
stakeholders



272
total training hours



RM29,852.40
invested on employee
training



Contributed
RM20,000
to local communities

OUR SUSTAINABILITY PROGRESS

ECONOMIC

In our unwavering commitment to responsible resource use and enduring economic growth, the Group is dedicated to creating a lasting, positive impact on both business success and community well-being. Our operations are designed to generate returns while prioritising the minimisation of environmental impact, the promotion of social equity, and the celebration of cultural diversity. We consistently uphold good business ethics, responsible governance, and best practices across all operational domains.

The Group's vision and mission for economic sustainability are founded on the following five (5) key principles below:

- To listen to our consumers and business partners;
- To emphasise product innovation;
- To build brand awareness;
- To focus on strong analytics and disciplined financial management; and
- To build our talented workforce.

Our unwavering dedication to integrity and transparency remains at the core of our mission. By embedding these principles in all facets of our operations, the Group goes beyond regulatory compliance and ethical standards, earning and preserving the trust and confidence of our wide-ranging stakeholders, including customers and partners. Our ultimate ambition is to be a driving force for a sustainable and thriving future, reflecting the Group's pledge to contribute positively to society and the environment, far beyond immediate business outcomes. We aim to make a meaningful difference, ensuring that our actions today lead to a better tomorrow for all.

Our Economic Performance

The Group remains steadfast in its pursuit of long-term profitability and sustainable growth by delivering innovative, high-quality solutions that meet evolving customer needs. Leveraging our strategic collaboration with one of the world's leading AI providers, we continue to push the boundaries of Artificial Intelligence ("AI") to drive industry advancements. Recognising sustainability as a key enabler of success, we actively engage with stakeholders to shape and implement forward-thinking strategies that align with global sustainability priorities, ensuring responsible growth that creates lasting value.

In FY2024, the Group remained committed to delivering our major project secured with Malaysia Airports Holdings Berhad ("MAHB")—the Airport Integrated Security and Safety System ("AIS3") at Kuala Lumpur International Airport ("KLIA") and KLIA2. As of the end of the financial year, the project has reached 95% completion, marking a significant milestone in our efforts to enhance airport security and safety. We continue to work towards the successful completion of AIS3, reinforcing our dedication to operational excellence and value creation for our stakeholders.

For more information regarding financial performance of the Group, please refer to the Management Discussion and Analysis and the Audited Financial Statements in this Annual Report.

Anti-Bribery and Anti-Corruption

The Group upholds the highest standards of integrity through its Anti-Bribery and Corruption ("ABC") Policy, which reinforces a strict zero-tolerance approach to unethical practices. This policy applies to all directors, employees, and business partners, prohibiting any involvement in bribery, corruption, fraud, or financial misconduct. By embedding ethical principles into our operations, we strengthen internal controls, promote responsible business conduct, and ensure full compliance with legal and regulatory requirements.

The Group remains steadfast in fostering a culture of integrity by equipping employees with the knowledge to uphold its Anti-Bribery and Corruption Policy. To reinforce ethical awareness and compliance, all employees undergo annual training, while new hires receive dedicated guidance during their induction. In FY2024, the Group achieved full participation in Anti-Bribery and Corruption training, with 100% of employees completing the session held in November 2024, underscoring its unwavering commitment to transparency and ethical business conduct (FY2023: 100%).

SUSTAINABILITY STATEMENT (CONT'D)

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OUR SUSTAINABILITY PROGRESS (CONT'D)

Anti-Bribery and Anti-Corruption (Cont'd)

To uphold a culture of integrity, the Group requires all employees to review and reaffirm their commitment to its policies each year. This ongoing practice reinforces accountability, promotes ethical awareness, and ensures that the highest standards of integrity remain embedded in daily operations.

The Group's Anti-Bribery and Corruption Policy is readily accessible on our website:
G3_General_ABC_Policy.pdf

Corporate Governance

The Group believes that a strong corporate culture is the foundation of a thriving and ethical workplace, guiding employees in aligning their daily actions with our mission, vision, and values. To reinforce this commitment, the Board of Directors upholds a comprehensive Code of Conduct that sets clear expectations for integrity, professionalism, and accountability. This Code serves as a cornerstone for ethical decision-making, ensuring that all directors and employees embody the highest standards of conduct in every aspect of their work.

This Code of Conduct is available on our Group's website:
https://www.g3global.com.my/pdf/G3_CODE_OF_CONDUCT.PDF

G3 Global remains firmly committed to upholding the highest standards of corporate governance in line with the Bursa Malaysia Listing Requirements and the Malaysian Code on Corporate Governance ("MCCG"). By embedding best practices across the Group, we ensure transparency, accountability, and responsible leadership. Our goal is to drive sustainable growth, enhance long-term shareholder value, and create meaningful returns for all stakeholders.

The Group maintains a robust governance framework through the dedicated oversight of its committees. The Audit Committee ("AC") ensures transparency and accountability by safeguarding the integrity of financial reporting and reinforcing internal controls. Meanwhile, the Risk Management Committee ("RMC") proactively identifies and assesses potential risks, implementing effective mitigation strategies to protect the Group's long-term stability and performance.

For a deeper insight into the Group's corporate governance framework—including key policies, board composition, risk management, and other governance practices—please refer to the Corporate Governance Overview Statement in this Annual Report.

OUR SUSTAINABILITY PROGRESS (CONT'D)**Whistleblowing Policy**

G3 Global upholds the highest standards of ethics and accountability through its Whistleblowing Policy, which provides a safe and transparent platform for reporting concerns. This policy enables directors, employees, shareholders, suppliers, customers, and other stakeholders to raise issues related to misconduct, unethical behaviour, or workplace grievances that could impact the Group.

To ensure accessibility, multiple reporting channels are available, allowing individuals to submit concerns confidentially to their immediate superior, designated officers, or directly to the Chairman of the Audit Committee. Reports can be made verbally or in writing via email at whistleblowing@g3global.com.my or by traditional mail addressed to key leadership personnel, including the Managing Director, Chief Executive Officer, and Group Chief Financial Officer.

Each whistleblowing report undergoes a structured and impartial review by the Whistleblowing Committee. If necessary, an independent investigation team is assigned to examine the complaint thoroughly. Findings are then presented to the Whistleblowing Committee for evaluation, ensuring appropriate actions are taken in line with the Group's policies.

Confidentiality is a top priority, and the Group is committed to protecting whistleblowers from any form of retaliation. In FY2024, no reports of non-compliance or ethical breaches were received through the whistleblowing channels.

For full details, including the Code of Conduct, ABC Policy, and Whistleblowing Policy, please visit www.g3global.com.my.

Innovation and Digital Transformation

In today's fast-evolving, interconnected world, the Group remains committed to aligning research and development with emerging market opportunities. By fostering continuous innovation across its operations and value chain, the Group strengthens its competitive edge and ensures sustained market leadership.

In FY2024, the Group continued to strengthen its position in the ICT sector through innovation and strategic collaborations. The Group remains committed to advancing digital transformation, with a continued partnership with SenseTime to leverage AI-driven solutions for enhanced security and technological innovation. While maintaining this collaboration, we are also actively exploring opportunities with other technology partners to expand its capabilities and drive new advancements. By fostering strategic alliances and embracing emerging technologies, the Group aims to stay at the forefront of digital transformation and innovation.

SUSTAINABILITY STATEMENT (CONT'D)

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OUR SUSTAINABILITY PROGRESS (CONT'D)

Cybersecurity

In an increasingly digital workplace, the Group remains steadfast in leveraging technology to enhance collaboration, efficiency, and innovation. As cyber threats evolve, we recognise the critical need for robust cybersecurity measures to safeguard our operations, data, and stakeholder trust. Our commitment to protecting the personal and confidential information of our customers, suppliers, and employees remains unwavering, and we continuously strengthen our cybersecurity frameworks to mitigate risks and uphold the highest standards of data privacy and security.

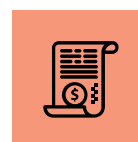
The Group upholds a robust framework of approved IT policies that guide its cybersecurity initiatives, ensuring the integrity, confidentiality, and resilience of its digital infrastructure. These policies establish clear guidelines and best practices for safeguarding the Group's information systems against emerging cyber threats. Key components of these IT policies include:



Access Management



Cloud Data Storage



Purchase of Hardware



Network Security



Portable Data Storage



Software Licensing

The Group places a strong emphasis on safeguarding its IT infrastructure through a comprehensive cybersecurity strategy. We have transitioned our IT infrastructure to cloud-based services, marking a strategic shift towards enhanced efficiency and security. With the discontinuation of on-premises servers since FY2023, the Group now primarily utilises Windows-based cloud solutions, which incorporate built-in security measures to safeguard data and digital operations. This move aligns with our commitment to maintaining robust cybersecurity practices while leveraging modern technology to enhance operational resilience and data protection.

The Group has established robust disaster recovery and business continuity processes, including periodic offsite backups to safeguard data integrity and ensure seamless operations in the face of unforeseen disruptions. Our cybersecurity measures undergo continuous assessment and enhancement, allowing us to stay ahead of evolving threats and uphold the highest standards of IT security across our systems.

Furthermore, the Group's AI provider, SenseTime International Pte Ltd ("SenseTime"), has achieved Level 3 certification under China's Multi-Level Protection Scheme ("MLPS") 2.0 for cybersecurity, showcasing their advanced cybersecurity capabilities as one of the early companies to pass the MLPS assessment since its inception in December 2019. SenseTime has also obtained all three certifications of ISO 27001 Information Security Management System Certification, ISO 29151 Personal Identity Information Protection Management System Certification and ISO 27701 Privacy Information Management System Certification.

In FY2024, the Group recorded zero documented instances of data breaches, and no complaints were received from external stakeholders regarding potential data security incidents (FY2023: Nil). This reflects our ongoing commitment to maintaining stringent cybersecurity measures and safeguarding stakeholder data.

SUSTAINABILITY STATEMENT (CONT'D)

OUR SUSTAINABILITY PROGRESS (CONT'D)

Procurement

Ethical business practices are at the core of our operations. We recognise that a responsible supply chain not only strengthens customer trust but also creates a positive impact on our partners and their employees. With this in mind, we are committed to fostering transparency, integrity, and accountability across our value chain. In line with our dedication to secure and responsible sourcing, our key collaborative partner, SenseTime, has attained ISO 28000 certification for Supply Chain Security Management Systems, reinforcing our collective commitment to resilience and best practices.

The Group remains committed to strengthening sustainability practices within its supply chain. In FY2024, it continued developing the Supplier Declaration Form ("SDF"), which aims to establish clear sustainability commitments for suppliers by promoting awareness, transparency, and adherence to Environmental, Economic, and Social ("EES") principles. While the SDF is still in progress, the Group is actively working towards its completion, reinforcing its dedication to responsible procurement and ethical business practices.

Supporting local businesses and communities is a core priority for the Group. In FY2024, 89% of our supplies were sourced locally, reinforcing our dedication to fostering economic growth and resilience within our local supply chain. By prioritising local procurement, we aim to create lasting positive impacts, strengthen partnerships, and contribute to the sustainable development of the communities in which we operate.

ENVIRONMENT

G3 Global remains committed to responsible environmental management by continuously improving resource efficiency and minimising waste. The Group integrates sustainable practices, such as energy and water conservation, while exploring innovative solutions to enhance operational sustainability. By fostering a culture of environmental responsibility, G3 Global ensures that its activities align with sustainability principles and contribute positively to the environment.

To further advance its sustainability agenda, the Group actively embrace the 4Rs approach—Refuse, Reduce, Reuse, and Recycle—as a foundation for effective waste management. Additionally, G3 Global is exploring opportunities in renewable energy and implementing water-saving measures, reinforcing its commitment to conserving and restoring natural resources for a more sustainable future.

Employees across the organisation are consistently informed and inspired to engage in green initiatives, cultivating a shared sense of responsibility for sustainable practices. By fostering workforce-wide participation, G3 Global is dedicated to building a culture that values environmental stewardship and empowers every individual to contribute to reducing the organisation's ecological footprint.

The Group's ongoing EES initiatives, which we have consistently been adopting are outlined below:

Initiatives to the Environment	Objective	Status
Conversion of iridescent or fluorescent lamps to light-emitting diode ("LED") light bulbs	Energy efficiency	Achieved and maintained
"Last out – lights off" practice	Energy efficiency	Achieved and maintained
4Rs practices	Proper segregation	Achieved and maintained
Disposal of electronic waste by a licensed computer-items disposal Group	Proper disposal	Achieved and maintained
Conversion of paper-based business operations to digital	Reduce waste	Ongoing
Create awareness and encouraging participation of our employees	Onboarding	Achieved and maintained

SUSTAINABILITY STATEMENT (CONT'D)

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OUR SUSTAINABILITY PROGRESS (CONT'D)

ENVIRONMENT (CONT'D)

Environmental Compliance

Operating with responsibility and integrity remains at the heart of the Group's business practices. We embrace a steadfast commitment to upholding all applicable laws and regulations, underpinned by robust policies and procedures designed to foster a culture of compliance across the organisation. Through regular evaluations, we proactively identify and address environmental risks and potential challenges linked to our operations.

In FY2024, the Group proudly maintained full compliance with all relevant regulatory standards. Notably, no sanctions or penalties related to non-compliance were incurred, reflecting a continuation of our exemplary record (FY2023: Nil).

Energy Usage and Water Management

The Group remains committed to minimising its environmental footprint, leveraging the inherent sustainability of its operations. This dedication extends to responsible management of natural resources, with ongoing initiatives aimed at optimizing energy usage and water conservation. By embracing the 4Rs approach, the Group continues to foster efficiency, contributing to sustained low levels of electricity and water consumption while supporting broader environmental goals

The table below provides a summary of the Group's total electricity and water consumption:

Category	Unit	FY2022	FY2023	FY2024*
Electricity Consumption	kWh	39,431	38,596	N/A
Water Consumption	m ³	37.00	53.00	N/A

**As of FY2024, the Group has relocated to a rented office space where electricity and water costs are included in the lease. As a result, energy and water consumption data are not tracked for FY2024.*

Climate Responsibility and Carbon Management

In line with our commitment to transparency and accountability, we continue to enhance data collection and refine information to ensure a comprehensive and accurate representation of our climate-related initiatives. Our unwavering dedication to achieving compliance with established standards by 2025 underscores our resolve in addressing climate-related challenges responsibly and effectively.

In FY2024, the company advanced its reporting scope by monitoring, recording, and disclosing Scope 3 emissions related to employee commuting. This marks a significant step forward in broadening the scope of our sustainability efforts and furthering our proactive approach to environmental stewardship.

The table below provides the summary of the Group's GHG emissions:

Category	Unit	FY2022	FY2023	FY2024*
Scope 2 - Electricity	kWh	39,431	38,596	N/A*
	tCO ₂ e	25.4	24.8	N/A*
Scope 3 – Employee Commuting	tCO ₂ e	N/A	N/A	2.8

**As of FY2024, the Group relocated to a leased office space where electricity costs are included in the lease agreement. Therefore, Scope 2 electricity-related emissions are not tracked for FY2024.*

SUSTAINABILITY STATEMENT (CONT'D)

OUR SUSTAINABILITY PROGRESS (CONT'D)

ENVIRONMENT (CONT'D)

Climate-Related Disclosures and Reporting Transition

We recognise the importance in managing climate-related risks and opportunities. Last year, we were working towards adopting the recommendations of the Task Force on Climate-related Financial Disclosures (TCFD). As the sustainability reporting landscape evolves, we recognise the transition towards the International Financial Reporting Standards (IFRS) Sustainability Disclosures (S1 and S2), which are now integral to the National Sustainability Reporting Framework (NSRF). In response, the Group is currently transitioning its approach to align with IFRS S1 and S2, as outlined in the NSRF.

SOCIAL

Diversity and Equal Opportunity

We acknowledge that diversity and inclusivity are fundamental to our strategic vision and corporate identity. By embracing a culture of fairness and inclusiveness, we strive to ensure all employees are treated with equality and respect, regardless of age, race, gender, disability, nationality, religion, or sexual orientation. Providing a safe and supportive working environment where dignity and mutual respect thrive is central to our commitment.

Our recruitment policies are firmly grounded in the principles of equal opportunity, prohibiting any form of discrimination. The Group remains dedicated to enhancing its recruitment practices, focusing on attracting and hiring talents from diverse backgrounds to build a workforce that reflects inclusivity. Regular reviews and refinements of our processes demonstrate our ongoing commitment to creating a culture that values diversity and empowers individuals, fostering a workplace where differences are celebrated and respected.

In FY2024, the Group's workforce comprised nine (9) individuals, with 67% male and 33% female employees (FY2023: 6 employees, 67% male and 33% female). The tables below summarise gender and age diversity by employee category:

Employee Category	Gender	2022	2023	2024
Management	Male	75%	100%	100%
	Female	25%	0%	0%
Executives	Male	83%	50%	25%
	Female	17%	50%	75%
Non-Executives	Male	50%	50%	50%
	Female	50%	50%	50%

SUSTAINABILITY STATEMENT (CONT'D)

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OUR SUSTAINABILITY PROGRESS (CONT'D)

SOCIAL (CONT'D)

Diversity and Equal Opportunity (Cont'd)

Employee Category	Age	2022	2023	2024
Management	<35 years old	25%	50%	0%
	35 – 54 years old	75%	50%	33%
	>54 years old	0%	0%	67%
Executives	<35 years old	50%	50%	50%
	35 – 54 years old	50%	50%	50%
	>54 years old	0%	0%	0%
Non-Executives	<35 years old	67%	50%	100%
	35 – 54 years old	33%	50%	0%
	>54 years old	0%	0%	0%

The Group has implemented targeted measures to eliminate gender bias in its recruitment process, promoting fairness and equality at every stage. These initiatives are crafted to cultivate a diverse and inclusive workplace, where candidates of all genders are empowered to contribute meaningfully and achieve their full potential within the organisation.

Aligned with the principles of fair gender representation outlined in the MCCG recommendations, the Group remains steadfast in its efforts to diversify its Board of Directors. Building on our commitment, we are actively advancing our search for qualified female candidates, reflecting our drive to foster inclusivity at the highest level of governance. This initiative underscores our vision for a Board that mirrors the values of equity and diversity integral to our corporate identity.

Employee Category	2022	2023	2024
Percentage of Board by Gender			
Male	100%	83%	83%
Female	0%	17%	17%
Percentage of Board by Age			
<35 years old	0%	0%	0%
35 – 54 years old	60%	33%	33%
>54 years old	40%	67%	67%

SUSTAINABILITY STATEMENT (CONT'D)

OUR SUSTAINABILITY PROGRESS (CONT'D)

SOCIAL (CONT'D)

Employment

The Group is dedicated to fostering the well-being and growth of its employees, while promoting a workplace that values diversity, inclusion, and equal opportunities for all. This commitment extends to engaging predominantly local talent, with 100% of the workforce in FY2024 comprised of local employees (FY2023: 99%).

The Group remains dedicated to nurturing a dynamic and inclusive workforce as part of its long-term growth strategy. In FY2024, the company welcomed four (4) new employees (FY2023: 5), reflecting its continued efforts to expand and strengthen its talent pool. To attract a diverse range of candidates, the Group actively posts job vacancies on platforms such as Indeed, ensuring greater accessibility and outreach.

In support of young talent development, the Group also upholds its commitment to offering internship opportunities. Although no interns were onboarded in FY2024 due to specific business needs and project timelines (FY2023: Nil), the company remains steadfast in fostering talent, supporting educational initiatives, and identifying potential future opportunities to engage with emerging professionals.

The Group is committed to offering equitable and competitive employee benefits, encompassing hospitalisation and surgical plans, personal accident insurance, leave entitlements, and travel allowances. These thoughtfully designed programs cater to the diverse needs of our workforce while adhering to industry standards and statutory requirements. In FY2024, the Group maintained a robust benefits framework, with zero substantiated complaints recorded regarding human rights violations or employee dissatisfaction (FY2023: Nil).



Source: Extracted from Employee Handbook

SUSTAINABILITY STATEMENT (CONT'D)

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OUR SUSTAINABILITY PROGRESS (CONT'D)

SOCIAL (CONT'D)

Customer Privacy

G3 Global's commitment to customer privacy is underpinned by a rigorous adherence to the guidelines stipulated in the Personal Data Protection Act 2010 ("PDPA"). This commitment extends across the entire data lifecycle, encompassing the proper collection, processing, and retention of personal data in accordance with legal requirements and ethical standards. The inclusion of confidentiality clauses within key documents such as the Code of Conduct, employment letters, and the employee handbook underscores the organisation's dedication to upholding the privacy rights of its customers.

The Group employs robust measures to protect customer data, including firewalls, antivirus software, password protocols, and regular security updates. To ensure a consistent approach to data protection, a comprehensive IT policy has been established, detailing best practices for access control, network security, and secure cloud storage.

No complaints regarding data privacy leakage were received in FY2024 (FY2023: Nil). For any inquiries or concerns about privacy matters, stakeholders are encouraged to contact us at contact@g3global.com.my.

Occupational Health and Safety

At G3 Global, we place high importance on the health and safety of our employees and external stakeholders, including vendors and business partners. Our comprehensive Health and Safety Policy reflects our commitment to maintaining a secure work environment and implementing measures to prevent accidents and injuries, ensuring a safe and supportive workplace for all.

By fostering a culture of responsibility, we are dedicated to creating a work environment that complies with occupational health and safety regulations and promotes overall well-being. The safety and confidence of our workforce and external partners remain integral to our values, driving a sustainable and supportive work culture. In FY2024, no work-related injuries or fatality cases were recorded (FY2023: Nil), underscoring our commitment to maintaining a safe workplace.

Training and Development

The Group integrates sustainability into its operations, extending this commitment to the crucial area of training and development. Our tailored programs are designed not only to address immediate business priorities but also to foster the long-term growth and resilience of our workforce, ensuring a sustainable future for both employees and the organisation.

To maximise the impact of our training initiatives, we work closely with Heads of Departments to pinpoint evolving needs, driven by business strategies, regulatory requirements, and individual development goals. This collaborative approach ensures that our training efforts enhance a wide range of skills—from technical expertise to interpersonal and leadership capabilities—empowering our employees to thrive in a dynamic and forward-looking environment.

In FY2024, our commitment to employee growth and development was evident through a significant investment in training initiatives, totalling 272 hours (FY2023: 135.5 hours) and averaging 20.92 hours per employee (FY2023: 22.6 hours). These sessions covered a broad spectrum of topics, from technical skills tailored to specific roles to in-depth leadership development programs. Our investment in these learning opportunities amounted to RM29,852.40 (FY2023: RM19,005.00), underscoring our dedication to empowering our workforce and fostering continuous development.

Looking forward, the Group remains committed to supporting the growth and development of its workforce. By promoting ongoing learning, we aim to equip our employees with the skills needed to adapt to changes and contribute effectively to the Group's progress. This focus on development reflects our intention to build a workplace that encourages innovation and supports sustainable growth.

OUR SUSTAINABILITY PROGRESS (CONT'D)

SOCIAL (CONT'D)

Employee Engagement

In FY2024, the Group reinforced its focus on employee engagement by organising activities that foster connection, collaboration, and environmental consciousness. Employees came together to celebrate Chinese New Year with the traditional yee sang tossing, symbolizing unity and shared prosperity. Birthday celebrations added warmth and recognition, creating moments of joy and appreciation among the team.



Team hikes served a dual purpose, fostering camaraderie and teamwork while also reinforcing the Group's commitment to sustainability. Employees actively participated in cleaning up the surrounding area during these hikes, contributing to a cleaner and greener environment.

These engagement activities reflect the Group's dedication to creating a supportive and enjoyable work culture where employees feel valued. By encouraging such initiatives, the Group aims to strengthen relationships and foster a sense of belonging, contributing to a positive and collaborative environment for its workforce.

SUSTAINABILITY STATEMENT (CONT'D)

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OUR SUSTAINABILITY PROGRESS (CONT'D)

SOCIAL (CONT'D)

Local Community Engagement

In FY2024, the Group demonstrated its commitment to supporting local communities by contributing to the Urban Community Garden Project at KOBUNITI Agro Park in Shah Alam. This initiative, which benefits the B40 group and asnaf communities, focuses on sustainable agriculture and providing participants with training and resources to cultivate income-generating crops. In FY2024, the Group contributed RM 10,000.00 to support KOBUNITI Agro Park's Urban Community Garden Project, which benefits the B40 group and asnaf communities. This donation plays a vital role in enabling KOBUNITI to expand its initiatives, including the cultivation of ginger—a crop with high local and international demand. Through this partnership, the Group reinforces its commitment to community welfare and sustainable development.

Aside from that, G3 Global also extended its community engagement efforts by contributing to the Persatuan Kebajikan Sayap Kasih Malaysia, a non-governmental organisation dedicated to supporting underprivileged children and youth. The Group's donation of RM 10,000.00 was aimed at assisting with the medical and living expenses of a three-year-old boy with congenital genetic defects who requires extensive medical treatment and rehabilitation. This contribution reflects the Group's commitment to making a meaningful difference in the lives of those in need, highlighting its dedication to creating positive and lasting impacts within the local community.



Moving Forward Statement

Moving forward in FY2024, we will further enhance our community engagement strategies by actively involving our employees and local stakeholders in initiatives that drive positive social and environmental impact. By fostering a culture of inclusivity, volunteerism, and shared responsibility, we aim to create long-term value for both our workforce and the communities we serve.

PERFORMANCE DATA TABLE

Indicator	Measurement Unit	2024
Bursa (Anti-corruption)		
Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category		
Management	Percentage	100.00
Executive	Percentage	100.00
Non-executive/Technical Staff	Percentage	100.00
Bursa C1(b) Percentage of operations assessed for corruption-related risks	Percentage	0.00
Bursa C1(c) Confirmed incidents of corruption and action taken	Number	0
Bursa (Community/Society)		
Bursa C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer	MYR	20,000.00
Bursa C2(b) Total number of beneficiaries of the investment in communities	Number	17
Bursa (Diversity)		
Bursa C3(a) Percentage of employees by gender and age group, for each employee category		
Age Group by Employee Category		
Management Under 35	Percentage	0.00
Management Between 35 - 54	Percentage	33.00
Management Above 54	Percentage	67.00
Executive Under 35	Percentage	50.00
Executive Between 35 - 54	Percentage	50.00
Executive Above 54	Percentage	0.00
Non-executive/Technical Staff Under 35	Percentage	100.00
Non-executive/Technical Staff Between 35 - 54	Percentage	0.00
Non-executive/Technical Staff Above 54	Percentage	0.00
Gender Group by Employee Category		
Management Male	Percentage	100.00
Management Female	Percentage	0.00
Executive Male	Percentage	25.00
Executive Female	Percentage	75.00
Non-executive/Technical Staff Male	Percentage	50.00
Non-executive/Technical Staff Female	Percentage	50.00
Bursa C3(b) Percentage of directors by gender and age group		
Male	Percentage	83.00
Female	Percentage	17.00
Under 35	Percentage	0.00
Between 35-54	Percentage	33.00
Above 54	Percentage	67.00
Bursa (Energy management)		
Bursa C4(a) Total energy consumption	Megawatt	0.00
Bursa (Health and safety)		
Bursa C5(a) Number of work-related fatalities	Number	0
Bursa C5(b) Lost time incident rate ("LTIR")	Rate	0.00
Bursa C5(c) Number of employees trained on health and safety standards	Number	0
Bursa (Labour practices and standards)		
Bursa C6(a) Total hours of training by employee category		
Management	Hours	98
Executive	Hours	138
Non-executive/Technical Staff	Hours	37
Bursa C6(b) Percentage of employees that are contractors or temporary staff	Percentage	0.00
Bursa C6(c) Total number of employee turnover by employee category		
Management	Number	1
Executive	Number	2
Non-executive/Technical Staff	Number	0
Bursa C6(d) Number of substantiated complaints concerning human rights violations	Number	0
Bursa (Supply chain management)		

Internal assurance External assurance No assurance

(*)Restated

SUSTAINABILITY STATEMENT (CONT'D)

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PERFORMANCE DATA TABLE (CONT'D)

Indicator	Measurement Unit	2024
Bursa C7(a) Proportion of spending on local suppliers	Percentage	89.00
Bursa (Data privacy and security)		
Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0
Bursa (Water)		
Bursa C9(a) Total volume of water used	Megalitres	0.000000
Bursa (Emissions management)		
Bursa C11(a) Scope 1 emissions in tonnes of CO ₂ e	Metric tonnes	0.00
Bursa C11(b) Scope 2 emissions in tonnes of CO ₂ e	Metric tonnes	0.00
Bursa C11(c) Scope 3 emissions in tonnes of CO ₂ e (at least for the categories of business travel and employee commuting)	Metric tonnes	2.80 *

Internal assurance External assurance No assurance (*)Restated

SUSTAINABILITY STATEMENT (CONT'D)

PERFORMANCE DATA TABLE

Indicator	Unit	2022	2023	2024
Economic Performance				
<i>Economic value generated (i.e., revenue, impairment gain, other income and finance income)</i>	MYR	13,474,788	81,108,079	59,266,001
<i>Economic value distributed (operating costs, administrative expenses, impairment losses, other expenses and finance costs)</i>	MYR	(23,183,280)	(79,480,900)	(80,194,895)
<i>Economic value (spent)/earned</i>	MYR	(9,708,492)	1,627,179	(20,928,894)
Anti-Bribery and Anti-Corruption				
Bursa C1(a) Percentage of employees who have received anti-corruption training by employee category				
Management	Percentage	100	100	100
Executive	Percentage	100	100	100
Non-Executive	Percentage	100	100	100
Bursa C1(b) Percentage of operations assessed for corruption-related risks	Percentage	N/A	N/A	N/A
Bursa C1(c) Confirmed incidents of corruption and action taken	Number	0	0	0
Cybersecurity				
<i>Number of substantiated complaints concerning data breaches</i>	Number	0	0	0
Customer Privacy				
Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy or losses of customer	Number	0	0	0
Procurement				
Bursa C7(a) Proportion of spending on local suppliers	Percentage	96%	100%*	89%
Environmental Compliance				
<i>Number of non-compliance with relevant regulatory requirements</i>	Number	0	0	0

SUSTAINABILITY STATEMENT (CONT'D)

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PERFORMANCE DATA TABLE (CONT'D)

Indicator	Unit	2022	2023	2024
Energy Usage and Water Management				
Bursa C4(a) Total energy consumption	kWh	39,431	38,596	N/A
Bursa C11(a) Scope 1 emissions in tonnes of CO2e	tCO2-e	N/A	N/A	N/A
Bursa C11(b) Scope 2 emissions in tonnes of CO2e	tCO2-e	25.4	24.8	N/A
Bursa C11(c) Scope 3 emissions in tonnes of CO2e	tCO2-e	N/A	N/A	2.8
Bursa C9(a) Total volume of water used	m3	37.00	53.00	N/A
Diversity and Equal Opportunity				
Bursa C3 (a) Percentage of employees by gender and age group by employee category				
Gender group by employee category				
Management – Male	Percentage	75	100	100
Management – Female	Percentage	25	0	0
Executive – Male	Percentage	83	50	25
Executive – Female	Percentage	17	50	75
Non-executive – Male	Percentage	50	50	50
Non-executive – Female	Percentage	50	50	50
Age group				
Management – < 35 years old	Percentage	25	0	0
Management – 35 – 54 years old	Percentage	75	50	33
Management – > 54 years old	Percentage	0	50	67
Executive – < 35 years old	Percentage	50	50	50
Executive – 35 – 54 years old	Percentage	50	50	50
Executive – > 54 years old	Percentage	0	0	0
Non-executive – < 35 years old	Percentage	67	50	100
Non-executive – 35 – 54 years old	Percentage	33	50	0
Non-executive – > 54 years old	Percentage	0	0	0
Bursa C3(b) Percentage of directors by gender and age group				
Male	Percentage	100	83	83
Female	Percentage	0	17	17
< 35 years old	Percentage	0	0	0
35 – 54 years old	Percentage	60	33	33
> 54 years old	Percentage	40	67	67
Bursa C6(b) Percentage of employees that are contractors or temporary staff	Percentage	N/A	N/A	N/A

SUSTAINABILITY STATEMENT (CONT'D)

PERFORMANCE DATA TABLE (CONT'D)

Indicator	Unit	2022	2023	2024
Employment				
Bursa C6(c) Total number of employee turnover by employee category				
Management	Number	0	3	1
Executive	Number	2	3	2
Non-Executive	Number	1	2	0
Proportion of local workforce	Percentage	99	99	100
Total new hires	Number	3	4	4
Bursa C6(d) Number of substantiated complaints concerning human rights violation	Number	0	0	0
Number of substantiated complaints concerning employee dissatisfaction	Number	0	0	0
Occupational Health and Safety				
Bursa C5(a) Number of work-related fatalities	Number	0	0	0
Bursa C5(b) Lost Time Incident ("LTIR")	Number	N/A	N/A	N/A
Bursa C5 (c) Number of employees trained on health and safety standards	Number	14	6	0
Training and Development				
Bursa C6(a) Total hours of training by employee category				
Management	Hours	92	47	97.5
Executive	Hours	56	41.5	137.5
Non-executive	Hours	53.5	47	37
Total amount invested in training programmes	MYR	28,345.00	19,005.00	29,852.40
Local Community Engagement				
Bursa C2(a) Total amount invested in the community where target beneficiaries are external to the listed issuer	MYR	12,000	0	20,000
Bursa C2(b) Total number of beneficiaries of the investment in communities	Number	15	0	17

(*) Restated

SUSTAINABILITY STATEMENT (CONT'D)

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STATEMENT OF ASSURANCE

This Sustainability Statement has not been subjected to an assurance process.

GRI CONTENT INDEX

GRI Standard	Disclosure	Page Number
GRI 2: General Disclosures 2021		
1. The organisation and its reporting practice		
2-1	Organisation details	2
2-2	Entities included in the organisation's sustainability reporting	2
2-3	Reporting period, frequency and contact point	17
2-4	Restatement of information	N/A
2-5	External assurance	43
2. The organisation and its reporting practice		
2-6	Activities, value chain and other business relationship	6-9
2-7	Employees	32-33
3. Governance		
2-9	Governance structure and composition	2, 49-55
2-10	Nomination and selection of highest governance body	46-58
2-11	Chair of the highest governance body	2
2-12	Role of the highest governance body in overseeing the management of impacts	47
2-13	Delegation of responsibility for managing impacts	47
2-14	Role of the highest governance body in sustainability reporting	19
2-15	Conflict of interest	52
2-16	Communication of critical concerns	28
2-17	Collective knowledge of the highest governance body	52-54
2-18	Evaluation of the performance of the highest governance body	51
2-19	Remuneration policies	54-55
2-20	Process to determine remuneration	54-55
2-21	Annual total compensation ratio	N/A
4. Strategy, policies and practices		
2-23	Policy commitments	27-28
2-24	Embedding policy commitments	27-28
2-25	Processes to remediate negative impacts	28
2-26	Mechanism for seeking advice and raise concerns	28
2-27	Compliance with laws and regulations	28
5. Stakeholder engagement		
2-29	Approach to stakeholder engagement	20

SUSTAINABILITY STATEMENT (CONT'D)

STATEMENT OF ASSURANCE (CONT'D)

GRI CONTENT INDEX (Cont'd)

GRI Standard		Disclosure	Page Number
GRI 2: General Disclosures 2021			
Material Topics			
GRI 3: Material Topics 2021	3-1	Process to determine material topics	21
	3-2	List of material topics	21
	3-3	Management of material topics	21
Economic Performance			
GRI 201: Economic Performance 2021	201-1	Direct economic value generated and distributed	26
Anti-bribery and Anti-corruption			
GRI 205: Anti-Corruption 2016	205-1	Communication and training about anti-corruption policies and procedures	26
	205-2	Confirmed incidents of corruption and actions taken	26
Corporate Governance			
GRI 205: Anti-Corruption 2016	205-1	Communication and training about anti-corruption policies and procedures	26
	205-2	Confirmed incidents of corruption and actions taken	26
Cybersecurity			
GRI 418: Customer Privacy 2016	418-1	Substantiated complaints concerning breaches of customer privacy and losses of customer data	29
Procurement			
GRI 204: Procurement Practices 2016	204-1	Proportion of spending on local suppliers	30
Energy Usage and Water Management			
GRI 302: Energy 2016	302-1	Energy consumption within the organisation	31
GRI 303: Water and Effluents 2018	303-5	Water consumption	31

SUSTAINABILITY STATEMENT (CONT'D)

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STATEMENT OF ASSURANCE (CONT'D)

GRI CONTENT INDEX (Cont'd)

GRI Standard		Disclosure	Page Number
GRI 2: General Disclosures 2021			
Diversity and Equal Opportunity			
GRI 405: Diversity and Equal Opportunity 2016	405-1	Diversity of governance bodies and employees	32-33
Employment			
GRI 401: Employment 2016	401-1	New employee hires and employee turnover	42
	401-2	Benefit provided to full-time employees that are not provided to temporary or part-time employees	34
	401-3	Parental leave	34
Customer Privacy			
GRI 418: Customer Privacy 2016	418-1	Substantiated complaints concerning breaches of customer privacy and losses of customer data	35
Occupational Health and Safety			
GRI 403: Occupational Health and Safety 2018	403-1	Occupational health and safety management system	35
	403-7	Prevention and mitigation of occupational health and safety impacts directly linked by business relationships	N/A
	403-9	Work-related injuries	35
Training and Development			
GRI 404: Training and Education 2016	404-1	Average hours of training per year per employee	35
	404-2	Programmes for upgrading employee skills and transition assistance programmes	35
Local Community Engagement			
GRI 201: Economic Performance 2021	201-1	Direct economic value generated and distributed	26
GRI 413: Local Communities 2016	413-1	Operations with local community engagement, impact assessments and development programmes	36-37

CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors acknowledges the importance of maintaining good corporate governance within the Group to safeguard the interest of its shareholders and strives to continuously improve the effective application of the principles and best practices as laid down in the Malaysian Code on Corporate Governance 2021 ("MCCG") and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities").

This Corporate Governance Overview Statement ("CG Overview Statement") is prepared in compliance with paragraph 15.25(1) of Bursa Securities' Main Market Listing Requirements. It provides an overview on how the Company has applied the practices encapsulated in the following three (3) Key Principles of the MCCG, and the Board's current key focus areas and future priorities in relation thereto:

- **PRINCIPLE A**
Board Leadership and Effectiveness
 - Board Responsibilities
 - Board Composition
 - Remuneration
- **PRINCIPLE B**
Effective Audit and Risk Management
 - Audit Committee
 - Risk Management and Internal Control Framework
- **PRINCIPLE C**
Integrity in Corporate Reporting and Meaningful Relationship with Stakeholders
 - Engagement with Stakeholders
 - Conduct of General Meetings

This CG Overview statement is to be read together with the Corporate Governance Report 2024 ("CG Report") of the Company which discloses the details of the Company's application of each practice set out in the MCCG. The CG Report is available on Company's website at www.g3global.com.my and the Company's announcement on the website of Bursa Securities.

The Board is pleased to report that the Group and the Company have complied with most of the Practices set out in the MCCG throughout the financial year. To ensure proper corporate governance, taking into consideration of the size of the Company and its operating environment, the Board has taken alternative measures to achieve the desired intended outcome of those Practices that could not be applied for the time being.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

BOARD RESPONSIBILITIES

The Board's primary responsibility is to oversee, guide and monitor the affairs of the Group and the Company. This includes, without limitation, the establishment of strategic directions for the Group and the Company, overseeing its business operations, and evaluating whether these are properly managed to achieve the goals and objectives set.

The Board's duties and responsibilities, amongst others, including the following:

- Establishing strategic directions for the Group and the Company.
- Reviewing and adopting a strategic plan for the Group and the Company.
- Overseeing the conduct of the Group and the Company's business to evaluate whether the business is being properly managed while the statutory requirements are being complied.
- Ensuring there are adequate resources to meet the Company's and the Group's strategic goals and objectives.
- Identifying principal risks and ensuring the implementation of appropriate system of internal control to manage these risks.
- Succession planning for the Board members, Chief Executives and Key Senior Management.
- Developing and implementing an investor relations programme or shareholder communications policy for the Company.
- Ensuring the adequacy of the management information and internal control systems, including systems for compliance with applicable laws, regulations, rules, directives and guidelines in the Group.
- Responsible for corporate sustainability.
- Ensuring the Group sustainability in evolving global environment, social and governance (ESG) aspect of business which underpins sustainability.

During the financial year under review, the Board has continued with strategic and operational transformation within the Group as its **key focus areas** to improve the financial position of the Group as well as maintain operational efficiency for the Group's sustainability. This led to a rise in the Group's revenue for financial years 2023 and 2024 while maintaining a stable cost structure to remain resilient and stronger in the market. Moving forward, the Board will continue with its **priority** to ensure it discharges its governance responsibilities effectively, while to ensure the Group's business sustainability.

The Board is chaired by an Independent Non-Executive Chairman, namely Dato' Sri Alias Bin Haji Ahmad who leads the Board in its collective oversight of the overall management and performance of the Group and the Company while instilling positive culture and good corporate governance with the Group. The combination of Executive Directors, who with their intimate knowledge of the business takes on primary responsibility for leadership of the Company with the Non-Executive Director and Independent Directors, provides a broader view to the Company's activities and a balanced perspective. While observing Bursa Securities' Listing Requirements, the principles of MCGG and the Companies Act, the Board is guided by the Board Charter in discharging its duties and fiduciary obligations to the Group and Company.

Corporate Sustainability

The Board commits to the Group's sustainability in evolving global environment, social and governance (ESG) aspect of business which underpins sustainability. The Board together with Management takes responsibility for the governance of sustainability in the Group and the Company by adopting various measures and good practices to promote sustainability.

Company Secretary

The Board is supported by Company Secretaries who are qualified to act as Company Secretary under section 235 of the Companies Act 2016.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

BOARD RESPONSIBILITIES (CONT'D)

Separation of position of Board Chairman and Managing Director

The Company has been practicing good corporate governance to ensure the overall integrity of the Company by having the position of Board Chairman and Managing Director held by difference individuals. The Board has delegated to the Managing Director the authority for the implementation of the Company's business plans and managing the operational activities and financial performance of the Company.

Board Committees

The Board has also established the following committees to assume some specific stewardship responsibilities:

- i. Risk Management Committee
- ii. Audit Committee
- iii. Nomination Committee
- iv. Remuneration Committee

Board Meetings

In discharging the role and responsibility vested on the Board, the Board meets on scheduled meetings once in every quarter and if the needs arise on ad hoc to discuss the financial statements, corporate and strategic issues, performance of business units and factors relating to potential risk in the business and the sustainability of the Group. During the financial year under review, six (6) Board meetings were held, and one (1) Board meeting was held from 1 January 2025 up to the date of approval of this report. The record of attendance of the Board members is as follows:

NAME OF DIRECTORS	NO. OF MEETINGS ATTENDED / NO. OF MEETINGS HELD	
	Year 2024	1/1/2025 up to the date of approving this report
Dato' Sri Alias Bin Ahmad	6/6	1/1
Dato' Sri Aminul Islam Bin Abdul Nor	6/6	1/1
Mr. Kunal Tayal	6/6	1/1
Mr. Dirk Johann Quinten (<i>resigned on 11 September 2024</i>)	4/5	N/A
Encik Al-Fazirul David Bin Abdullah (<i>appointed on 11 September 2024</i>)	1/1	1/1
Tuan Haji (Dr.) Salihin Bin Abang	6/6	1/1
Madam Vasanthi A/P Arumugam	6/6	1/1

All notices of Board meetings together with the agenda and discussion papers are served to the Directors in advance of the date of meeting. Directors are provided with ample time and opportunities to make enquiries and to obtain information and explanations on issues to be discussed at the Board meeting.

The availability of the Company Secretary, financial and corporate officers within the Group as well as the engagement of panel lawyers (if required) enables the Directors to have easy access to their advice and services. They may take independent advice, at the Company's expense, if so required.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

BOARD RESPONSIBILITIES (CONT'D)

Board Charter

The Board has established a Board Charter that clearly sets out the principal role of the Board, the demarcation of the roles, functions, responsibilities and powers of the Board, the Board Committees, and the management. It also defines the accountabilities and responsibilities of the Board to ensure smooth interaction between the management and the Board. It reinforces the overall accountability of the Board and management towards the Company and stakeholders. The Board Charter had been updated to be in line with the MCCG 2021. The Board reviews the Board Charter on a yearly basis to ensure that it is aligned with the prevailing laws and listing requirements of Bursa Securities and the principal of MCCG.

Code of Conduct and Ethics

The Board in discharging its functions has observed the Code of Conduct and Ethics for Company Directors issued by the Companies Commission of Malaysia, the requirements of the Companies Act 2016 and the principles of MCCG. The Board has additionally put in place a Code of Ethics for all employees of the Group, including the Whistleblower Policy of the Group. The Board has also adopted the Anti-Bribery and Corruption Policy for the Group and the Company in accordance with Section 17A of the Malaysian Anti-Corruption Commission (Amendment) Act 2018, which is supplemental to the Company's internal policies and procedures, Whistleblowing Policy and Code of Conduct and Ethics.

Whistleblowing Policy

The Board has put in place the Whistleblowing Policy in 2013. The Whistleblowing Policy is established and designed to encourage all Directors, employees, business partners as well as other external parties (including customers of the Group) to raise their concerns and further disclose any improper conduct or the inadequacies of the Group's Anti-Bribery and Corruption ("ABC") programme which they have become aware of.

BOARD COMPOSITION

During the financial year under review, the Board composition comprises of six (6) members with Dato' Sri Alias Bin Ahmad at the helm as Independent Non-Executive Chairman. The Board comprises two (2) Executive Directors, one (1) Non-Independent Non-Executive Director and three (3) Independent Non-Executive Directors.

The Board composition fulfills Practice 5.2 of the MCCG which recommends at least half of the Board comprises Independent Directors. The Board has a woman Independent Non-Executive Director, namely Madam Vasanthi A/P Arumugam. However, it only constitutes 16.67% woman director on Board. The Board will continue with its endeavor to achieve 30%-woman representation on Board as per the recommendation of Practice 5.9 of the MCCG. Meanwhile, the Board adopted its Gender Diversity Policy for the Board and Senior Management on 12 August 2024 based on the recommendation of Practice 5.10 of the MCCG. The Board has taken various measures to ensure the Company does not practice any form of gender discrimination on the Board and workplace.

The current Board composition is deemed fairly balanced to complement the Board in providing industry-specific knowledge, technical, and commercial experience. This mix of skills and experience enables the Board to provide clear and effective leadership to the Company and to bring informed and independent judgments to various aspects of the Company's strategies and performance. The structure of the Board also fairly reflects the interest of the minority shareholders through Board representation. The Board reviews its composition and size from time to time for appropriateness. The key focus area of the Board is to ensure that each of the decisions made by the Board are fair and in the best interest of the Group and Company while safeguarding the interest of the shareholders.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

BOARD COMPOSITION (CONT'D)

Role and activities of Nomination Committee

The Board established a Nomination Committee ("NC") on 3 December 2003. The NC comprises three (3) members, majority of Independent Non-Executive Directors, and is chaired by an Independent Non-Executive Chairman. The NC composition is as follows:

- Dato' Sri Alias Bin Ahmad, Independent Non-Executive Director (Chairman)
- Mr. Kunal Tayal, Non-Independent Non-Executive Director (Member)
- Tuan Haji (Dr.) Salihin Bin Abang, Independent Non-Executive Director (Member)

The Board has delegated to the NC the following responsibilities:

- i) Nomination and recommendation for appointment of new Directors, Board Committee members and Key Senior Management, and its succession planning.
- ii) Assessment of effectiveness and performance of the Board, Board Committees and individual Director.
- iii) Assessment of the desirable balance in Board membership by reviewing the size, structure and composition of the Board, taking into consideration the number of directorships.

The NC performed the following activities during the financial year under review:

- a) Conduct recruitment process to identify, select and evaluate candidates for the appointment of the new Managing Director in place of the resigning Managing Director, and make a recommendation to the Board.
- b) Perform annual review of the Board composition and mix of skills, experience and other qualities.
- c) Perform an annual assessment and evaluation of the effectiveness of the Board, Board committees and individual Director.
- d) Review of the Board evaluation questionnaires relating to ESG or sustainability.
- e) Review of the term of office and performance of the Audit Committee.
- f) Assess the independence of the Independent Directors.
- g) Review the training needs of Directors.
- h) Recommend the re-election of retiring Directors based on the outcome of annual assessment and evaluation as well as Directors' fit and proper criteria.
- i) Review of the Terms of Reference of the NC.

Nomination and appointment process

In determining the need for recommending any appointment by the Board, the NC evaluates the strength, mix of skills, knowledge, experience and level of diversity on the Board and senior management, and, in the light of this evaluation prepare a description of the role and capabilities required for a particular appointment. In identifying suitable candidates, the NC may identify candidates through the Company's networking, use open advertising or the services of external advisers to facilitate the search and consider candidates from a wide range of backgrounds.

The NC is guided by the Company's Directors' Fit and Proper Policy in its selection and evaluation process. For the position of Independent Non-executive Directors, the NC will evaluate the candidates' ability to discharge such responsibilities as expected from independent directors. The NC ensures that the selection and assessment of the candidates is performed objectively before making the recommendation to the Board.

When recommending to the Board for candidates to fill the seats on Board Committees, the NC will consult with the Chairman of the relevant Board Committees. For the Board Committees' Chairman position to be filled, the NC will consult with the Board.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

BOARD COMPOSITION (CONT'D)

Annual Assessment Process

- The NC annually reviews the Directors' fit and proper, caliber and personality, and contribution and performance of the individual Director, the mix of skills, composition and effectiveness of the Board and the Board Committees.
- The assessment is performed annually and internally facilitated by the Company Secretary. The evaluation is properly documented.
- The Performance Appraisal Forms are designed with reference to the Company's Directors' Fit and Proper Policy and performance evaluation criteria as recommended in the Corporate Governance Guide. The assessment of the independence of the Independent Directors is based on the independence criteria as set out in the Main Market Listing Requirements.
- The NC has integrated the Environmental, Social and Governance (ESG) considerations and sustainability targets into the Board performance evaluation in addition to the above performance evaluation criteria.
- Prior to the NC meeting, the respective Performance Appraisal Forms and ESG Evaluation Assessment Forms are circulated to the NC members and all Board members via electronic mail. While the NC evaluates the performance of the Board and Board Committees as a whole, each of the individual Directors will perform self-assessment and comment on their own fit and proper, skill set, contribution and performance.
- The Company Secretary compiles and summarises the performance rating to facilitate the NC's review.
- At the NC meeting, the NC reviews and discusses the performance of the Board and Board Committees, and each individual Director as well as their fit and proper to continue serving the Board.
- The NC then reports the outcome of the assessments to the Board for its review.

Re-election of Directors

In accordance with the Company's Constitution, at the first Annual General Meeting ("AGM") of the Company, all the Directors shall retire from the office and be eligible for re-election and an election of Directors shall take place each year at the AGM of the Company where one third (1/3) of the Directors for the time being, or if their number is not three (3) or a multiple of three (3), then the number nearest to one third (1/3) shall retire from office and be eligible for re-election. Provided always that all Directors shall retire from office once at least each three (3) years but shall be eligible for re-election. A retiring Director shall retain office until the close of the AGM at which he retires. For the newly appointed Director, such Director shall hold office only until the next following AGM and shall then be eligible for re-election but shall not be taken into account in determining the Directors who are to retire by rotation at that meeting.

The existing Directors, namely Dato' Sri Alias Bin Ahmad Nor and Mr. Kunal Tayal, shall retire by rotation pursuant to Clause 95 of the Company's Constitution and stand for re-election at the forthcoming AGM.

The newly appointed Managing Director, namely Encik Al-Fazirul David Bin Abdullah, shall retire pursuant to Clause 102 of the Company's Constitution and who being eligible offers himself for re-election at the forthcoming AGM.

The NC assessed the performance of the above retiring Directors based on the performance evaluation criteria which are incorporated with the Directors' fit and proper criteria as set out in the Directors' Fit and Proper Policy of the Company. The recommendation to the shareholders for re-election of the retiring Directors at the forthcoming AGM is justified based on the outcome of the assessment.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

BOARD COMPOSITION (CONT'D)

Conflict of interest

Directors are required to disclose their respective shareholdings in the Company and related companies and their conflict of interest or potential conflict of interest, including interest in any competing business, in any business arrangement involving the Company and its subsidiaries. The Board members' directorship in other public listed companies are within the restriction of not more than five (5) as stated in the Listing Requirements of Bursa Securities.

Directors' Training

The Directors are aware of the need for continuous update of their skills and knowledge to maximise their effectiveness as Directors and to assist them in discharging their duties during their tenure of service. The NC has also undertaken an assessment of the training needs of each Director.

The Board members are requested to attend the MAP Part II in relation to sustainability before 1 August 2025.

During the financial year under review, members of the Board have attended various training programmes and seminars, some of which are as follows:

Training Programmes Attended:

Director	Topic	Date
Dato' Sri Alias Bin Ahmad	How adequate are your adequate procedures MACC	21 November 2024
Dato' Sri Aminul Islam Bin Abdul Nor	How adequate are your adequate procedures MACC	21 November 2024
Encik Al-Fazirul David Bin Abdullah	Bursa Malaysia Mandatory Accreditation Program (MAP)	11 - 12 June 2024
	How adequate are your adequate procedures MACC	21 November 2024
Mr. Kunal Tayal	How adequate are your adequate procedures MACC	21 November 2024
Tuan Haji (Dr.) Salihin Bin Abang	Capturing Carbon: Understanding the CCS and CCUS Landscape	18 January 2024
	Sustainability Reporting Forum - The Next Wave in Corporate Disclosure	23 January 2024
	Leadership Forum 2024	26 - 29 January 2024
	ISQM Implementation Part 2: Formulating the Firm's ISQM Manual – Policies and Procedures	05 – 06 February 2024
	Environmental, Social and Governance (ESG) in Financial Reporting	08 February 2024
	Tipaza International Conference in Islamic Finance- The Islamic Capital Market in Algeria: Challenges of Reality and Legal and Regulatory Requirements	26 February 2024

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

BOARD COMPOSITION (CONT'D)

Directors' Training (Cont'd)

Training Programmes Attended: (Cont'd)

Director	Topic	Date
Tuan Haji (Dr.) Salihin Bin Abang (Cont'd)	Tipaza International Conference in Islamic Finance- A Green Future through Faith: Exploring the Intersection of Islamic Investment and Sustainability (Speaker)	27 February 2024
	AAOIFI Public Hearing - Shari'ah Governance (two exposure drafts of governance standards)	24 March 2024
	MIA Town Hall 2023/2024 (Session 2)	24 April 2024
	Navigating Public Financial Management for Sustainable Future	26 April 2024
	Economics, Environmental, Social and Governance (EESG) Seminar 2024	20 May 2024
	MIA Town Hall 2023/2024 (Session 3)	23 May 2024
	The Asia Pacific Green Hydrogen Conference & Exhibition (APGH) 2024	10 June 2024
	MIA Conference 2024	11 – 12 June 2024
	Persidangan Juruaudit Kebangsaan 2024	25 June 2024
	How to Improve Your Audit Practice Reviews	10 July 2024
	Cardiovascular Fitness & Peripheral Arterial Health	24 July 2024
	MICG 10th National Procurement Conference - 'Revolutionizing Governance Through Digital Procurement'	08 August 2024
	10th IERP Global Conference 2024 - Enterprise Risk Management: Riding the Sustainability Dragon	13 – 14 August 2024
	Governance, Risk, Integrity & Control (GRIC) Conference 2024: Board Stewardship on Public Interest Entities (Speaker)	10 September 2024
	SALIHIN x Diligent Day- Navigating GRC Excellence: Insights and Innovations	25 September 2024
	IIAM Malaysia National Conference 2024	30 September – 01 October 2024

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

BOARD COMPOSITION (CONT'D)

Directors' Training (Cont'd)

Training Programmes Attended: (Cont'd)

Director	Topic	Date
Tuan Haji (Dr.) Salihin Bin Abang (Cont'd)	Sarawak Future Forum 2024 Beyond GDP: Rethinking Success in the Future Economy	10 October 2024
	Seminar Percukaian Kebangsaan 2024 (Belanjawan 2025)	23 October 2024
	3rd International Conference on Accounting, Management and Economics 2024 (ICAME 2024) - AI in Accounting for Sustainable Development: From Innovation to Impact (Keynote Speaker)	29 October 2024
	SALIHIN 2025 Malaysia Budget Tax Seminar	04 November 2024
	Global Business Forum 2024 - Empowering Sustainable Innovation: Leadership in Technology and Business (Keynote Speaker & Panellist)	07 – 08 November 2024
	Persidangan Cukai Kebangsaan 2024	12 November 2024
	Mandatory Accreditation Programme Part II: Leading for Impact (LIP)	13 – 14 November 2024
	2025 Sarawak Budget Conference	03 – 04 December 2024
Madam Vasanthi A/P Arumugam	How adequate are your adequate procedures MACC	21 November 2024

REMUNERATION

The Remuneration Committee ("RC") was established on 3 December 2003. The RC comprises three (3) members, exclusively Non-Executive Directors, majority of them are Independent Non-Executive Directors, and is chaired by an Independent Non-Executive Chairman. The RC composition is as follows:-

- Dato' Sri Alias Bin Ahmad, Independent Non-Executive Director (Chairman)
- Mr. Kunal Tayal, Non-Independent Non-Executive Director (Member)
- Tuan Haji (Dr.) Salihin Bin Abang, Independent Non-Executive Director (Member)

The RC was established with defined Terms of Reference as guidance in performing their duties. The RC assists the Board to review the talent management and remuneration strategy of all levels of the Group as well as the remuneration framework for Directors and Senior Management.

The RC conducts an annual review of the remuneration packages of the Managing Director, Executive Director, Non-Executive Directors and Senior Management, and makes recommendations to the Board. The RC is guided by the assessment outcome of the NC and the report of the Managing Director in its review of the remuneration packages. None of the individual Directors or the Chairman participates in the discussion and decision relating to their own remuneration.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

REMUNERATION (CONT'D)

Directors' remuneration (Cont'd)

The Board applies Practice 8.1 of the MCCG to disclose Directors' remuneration on named basis for individual Director with detailed remuneration breakdown. The remunerations received or receivable by the Directors in respect of the financial year ended 31 December 2024 are disclosed below:-

GROUP and COMPANY

Non-Executive Directors

No.	Name	Directors' Fees RM	Other Emoluments RM	Total RM
1.	Dato' Sri Alias Bin Ahmad (Independent Non-Executive Chairman)	90,000	18,000	108,000
2.	Tuan Haji (Dr.) Salihin Bin Abang (Independent Non-Executive Director)	75,000	18,000	93,000
3.	Mr. Kunal Tayal (Non-Independent Non-Executive Director)	75,000	18,000	93,000
4.	Madam Vasanthi A/P Arumugam (Independent Non-Executive Director) (Appointed on 30 May 2023)	37,500	7,000	44,500

Managing Director and Executive Directors

No.	Name	Salary & Allowance RM	Other Emoluments RM	Total RM
1.	Dato' Sri Aminul Islam Bin Abdul Nor (Executive Director)	360,000.00	45,005.10	405,005.10
2.	Encik Al-Fazirul David Bin Abdullah (Managing Director) (appointed on 11 September 2024)	146,666.67	19,512.37	166,179.04
3.	Mr. Dirk Johann Quinten (Managing Director) (resigned on 11 September 2024)	590,384.61	735.50	591,120.11

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

AUDIT COMMITTEE

The principal objective of the Audit Committee ("AC") is to assist the Board of Directors in discharging its oversight responsibilities in the area of corporate governance, the integrity of the Group's financial statements, risk management and the system of internal control.

The AC comprise exclusively Non-Executive Directors, majority of Independent Directors in accordance with Main Market Listing Requirements. The AC composition is as follows:-

- Tuan Haji (Dr.) Salihin Bin Abang, Independent Non-Executive Director (Chairman)
- Dato' Sri Alias Bin Ahmad, Independent Non-Executive Director (Member)
- Mr. Kunal Tayal, Non-Independent Non-Executive Director (Member)

To further enhance the independence of the AC, the Board ensure that none of the AC members was a former partner the external audit firm of the Group and of the Company.

Financial Reporting

The Board provides a balanced and meaningful assessment of the Group's position and prospects through the annual financial statements and quarterly financial results. The AC assists the Board in scrutinising the information disclosed in the financial results to ensure accuracy and adequacy. Practice 9.5 of the MCCG recommends AC should possess a wide range of necessary skills and financially literate to discharge its duties. The Company's AC possesses a mix of accounting and financial expertise, as well as industry knowledge, to enable them to assume the responsibility on overseeing the financial report of the Group and the Company effectively.

Relationship with External Auditors

The Board has, through the AC, established a transparent and appropriate relationship with the Group's External Auditors. The AC is responsible to oversee the performance of the External Auditors, review the scope of the audit and audit process and monitor the independence and effectiveness of the External Auditors and remuneration payable to them. The AC assesses the suitability, objectivity and independence of the External Auditors as per Practice 9.3 of the MCCG before recommending to the Board on the appointment, removal or whether to put forward the Auditors for re-appointment at the AGM, and the Auditors' remuneration.

Internal Audit Function

The Group's internal audit function is outsourced to an independent professional firm, namely Tricor Axcelasia Sdn. Bhd. which reports directly to the AC. It assists the AC in monitoring the effectiveness of the governance, risk management and the internal control framework. The internal audit plan, which reflects the risk profile of the Group's major business pillars is reviewed and approved by the AC.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT (CONT'D)

RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK

The Board has in place an effective risk management and internal control framework to identify and assess the risks faced by the Group and thereafter, to implement and monitor appropriate internal controls to manage and mitigate those risks.

The Board has delegated the duties to oversight the effectiveness of the risk management and internal control to the Risk Management Committee, which is supported by an independent internal audit firm, namely Tricor Axcelasia Sdn. Bhd.

The key features of the Risk Management Framework are set out in the Statement on Risk Management and Internal Control as presented in the Annual Report 2024.

Risk Management Committee

The Board set up a Risk Management Committee ("RMC") in 2017 to oversee the Company's risk management framework and policies. The composition of the RMC is as follows:

- Mr. Kunal Tayal, Non-Independent Non-Executive Director (Chairman)
- Dato' Sri Alias Bin Ahmad, Independent Non-Executive Director (Member)
- Tuan Haji (Dr.) Salihin Bin Abang, Independent Non-Executive Director (Member)

The functions of the RMC include:

- evaluating the effectiveness of the risk management framework adopted by the Group and to be satisfied that the methodology employed allows identification, analysis, assessment, monitoring and communication of risks in a regular and timely manner that will allow the Group to mitigate losses and maximise opportunities;
- recommending to the Board the steps to improve the system of internal control on the potential risk identified by the Risk Management working group;
- ensuring that the Board receives adequate and appropriate information including the quarterly and annual risk management reports for review and decision making respectively;
- commissioning where required, special projects to investigate, develop or report on specific aspects of the risk management processes of the Group; and
- reviewing and proposing the Company's risk appetite and its acceptable tolerance level annually.
- provides the Board with reasonable assurance of the Group and the Company's internal control, risk management and governance process.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE C: INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

COMMUNICATION WITH STAKEHOLDERS

The Board ensures that the reporting to shareholders is timely, transparent and adequate, accountability the stakeholders has always been the key focus area of the Board.

Compliance with applicable Financial Reporting Standards

The Board takes responsibility for presenting a balanced and understandable assessment of the Group's operations and prospects each time it announces its quarterly and annual financial statements to Bursa Securities, the shareholders and the public. The AC reviews the financial reports to be announced to ensure its accuracy and adequacy.

Dialogue between the Company and investors

The Company values dialogue with investors as a means of effective communication that enables the Board and Management to convey information about the Group's performance, corporate strategy and other matters affecting shareholders' interest.

Information about the Group could be obtained from the Company's website at www.g3global.com.my. In addition, the Annual Reports available in PDF format can be downloaded from the Company's website. Quarterly announcements are also available on the website of Bursa Securities at www.bursamalaysia.com.

GENERAL MEETING AND ANNUAL GENERAL MEETING ("AGM")

General meetings and AGMs are the principal forum for dialogue with shareholders. The Board ensures that the Notice of AGM and Annual Reports are sent to the shareholders at least 28 days before the date of the meeting. Special business items are included in the notice of the meeting with sufficient explanatory notes to facilitate full understanding and evaluation of the issues involved.

The Chairman has ensured that shareholders are provided ample opportunity to raise questions and their concerns pertaining to the business activities and prospect of the Group. All the Directors are available to provide responses to questions from the shareholders during the AGM.

Since the pandemic, the Company has moved to leverage on technology to facilitate shareholders' remote participation and online remote voting at the general meetings and AGMs of the Company via an online meeting platform. The Board always observes the latest development of the Listing Requirements and best practices of the MCGG in conducting the Company's general meetings and AGMs.

This report is approved by the Board on 22nd April 2025.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

The Board of Directors ("Board") acknowledged their responsibility for the Group's system of internal control and for reviewing its adequacy and integrity. Because of the limitations that are inherent in any system of internal control, this system is designed to manage, rather than eliminate the risk of failure to achieve corporate objectives. Accordingly, it can only provide reasonable but not absolute assurance against material misstatement or loss. The system of internal control covers, inter alia, risk management and financial, organisational, operational and compliance control.

The Board has extended the responsibilities of the Audit Committee ("AC") to include the work of monitoring internal controls on its behalf, which includes identifying risk areas faced by the Group to be communicated to the Board of Directors. Risk Management Committee ("RMC") is also established to assist the Board to oversee the Company's risk management framework and policies.

INTERNAL AUDIT

Tricor Axcelasia Sdn. Bhd. ("TASB"), an independent professional firm, was appointed to support the AC, and by extension, the Board, by providing independent assurance on the adequacy and effectiveness of the Group's system of internal control.

TASB reports to the AC and contributes to improving the Group's risk management and control systems. In assessing the adequacy and effectiveness of the system of internal control of the Group, the AC reports to the Board on its activities, significant audit findings and the necessary recommendations of actions needed to be taken by Management to rectify those issues.

The internal audit work plan is reviewed annually and approved by AC. The scope of TASB's function covered the audit and review of the Group's risk management and internal control processes.

The cost incurred for the aforesaid internal audit function in respect of the financial year ended 31 December 2024 was RM61,781.02 (2023: RM42,000).

RISK MANAGEMENT

The Board regards risk management as an integral part of business operations. The Group adopts an ongoing process of identifying, evaluating and managing any significant risks faced by the Group in its operations. The audit function undertakes the review and recommends any necessary actions to be taken to remedy any significant weaknesses identified. The RMC reports to the Board of its activities and the Risk Management Report.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

OTHER KEY ELEMENTS OF RISK AND CONTROL PROCESS

With the assistance of the AC and the Internal Auditors, the Board has the following control processes in place:

- the full Board meets on a quarterly basis to discuss matters brought to its attention, thus ensuring effective supervision over the operations of the Group is maintained. In addition, the Board is kept updated on the Group's activities and its operations on a regular basis;
- an organisational structure is established with defined lines of responsibility and delegation of authority is in place. A process of hierarchical reporting has been established which provides for a documented and auditable trail of accountability;
- quarterly reviews by the Board on the adequacy and integrity of the system of internal control will be conducted, to establish the level of risk tolerance and identify key business risks to safeguard company assets; and
- periodic testing of the effectiveness and efficiency of the internal control procedures is conducted by the internal auditors to ensure that the system is viable and robust.

There is no material losses incurred during the financial year as a result of weakness in internal control. The Board, together with Management, continues to take measures to strengthen the control environment.

CONCLUSION

During the financial year under review, the Board is satisfied that there is an ongoing process of identifying, evaluating and managing significant risks that may affect the achievement of the Group's corporate objectives for the financial year under review and up to the date of approval of this statement. The system of internal control will continue to be reviewed in line with the changes in the operating environment.

The Executive Directors and Management have assured the Board that the Group's Risk Management and Internal Control System operate adequately and effectively, in all material aspects. There are no material or significant losses arising from deficiencies in internal control that would require separate disclosure in this Annual Report.

REVIEW OF THE STATEMENT BY EXTERNAL AUDITORS

As required by Paragraph 15.23 of the Listing Requirements, the External Auditors have reviewed this Statement pursuant to the scope set out in Audit and Assurance Practice Guide 3 issued by the Malaysian Institute of Accountants for inclusion in this Annual Report. Based on their review, the External Auditors have reported to the Board that nothing has come to their attention that causes them to believe that this Statement is inconsistent with their understanding of the process the Board has adopted in the review of the adequacy and integrity of Risk Management and Internal Control System of the Group.

AUDIT COMMITTEE REPORT

The Board of Directors ("Board") of G3 Global Berhad is pleased to present the Audit Committee Report for the financial year ended 31 December 2024.

COMPOSITION OF COMMITTEE

The composition of the Audit Committee is as follows:

- Tuan Haji (Dr.) Salihin Bin Abang, Independent Non-Executive Director (Chairman)
- Dato' Sri Alias Bin Ahmad, Independent Non-Executive Director (Member)
- Mr. Kunal Tayal, Non-Independent Non-Executive Director (Member)

The composition of the Audit Committee comprises three (3) members appointed by the Board from amongst the Board members. The Audit Committee comprises exclusively of Non-Executive Directors, with a majority of Independent Directors. This meets the requirements of paragraph 15.09(1)(a) and (b) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"), which require the Audit Committee to consist of not fewer than three (3) members and all of them must be Non-Executive Directors with a majority of them being Independent Directors.

The Chairman of the Audit Committee, Tuan Haji (Dr.) Salihin Bin Abang is a registered member of the Malaysian Institute of Accountants (MIA). He is also a past President of the Malaysian Institute of Accountants (MIA). His professional qualifications include Chartered Accountant [C.A.(M)], ASEAN Chartered Professional Accountant (ACPA), Fellow member of the Association of International Accountants (FAIA, UK), Fellow member of Chartered Tax Institute of Malaysia (FCTIM), a member of the Financial Planning Association of Malaysia (FPAM), Malaysian Association of Tax Accountants (MATA) and an honorary member of the Institute of Cooperative and Management Auditors (ICMA).

In addition, Mr. Kunal Tayal is a Chartered Accountant. He is a registered member of Institute of Chartered Accountants of India and Malaysian Institute of Accountants (MIA). He is one of the founding members of the Malaysian Chapter of The Institute of Chartered Accountants of India (MICA), an association of accountants as specified in Part II of the First Schedule of the Accountants Act 1967.

Accordingly, the composition of the Audit Committee complies with paragraph 15.09(1)(c) of the Main Market Listing Requirements.

OBJECTIVES

The primary objectives of the Audit Committee are to assist the Board of Directors to:-

- a) review the financial statements of the Group and the Company to ensure they present a true and fair view of the state of affairs of the Group and the Company and that they are prepared in accordance with applicable financial reporting standards and provisions of the Companies Act;
- b) review and assess the soundness and compliance of the internal control processes and risk management practices within the Group and the Company;
- c) Review of conflict of interest situations and related party transactions; and
- d) review the Group and the Company are in compliance with the Main Market Listing Requirements ("Listing Requirements"), accounting standards and other statutory requirements as amended from time to time.

AUDIT COMMITTEE REPORT (CONT'D)

AUTHORITY

The Audit Committee is authorised by the Board to independently investigate any activity within its Terms of Reference.

The Audit Committee is also authorised by the Board to obtain external legal or other independent professional advice and to secure the attendance of outsiders with relevant experience and expertise if it considers this necessary.

The Audit Committee has full and unrestricted access to any information pertaining to the Group and the resources which are required to perform its duties.

FUNCTIONS AND DUTIES

The duties of the Audit Committee include the following:

- * to consider the appointment of the External Auditors, their audit fees and any question of their resignation or dismissal and to recommend to the Board;
- * to perform annual review and assessment of the External Auditors' performance, suitability, objectivity and independence and make recommendations to the Board whether the External Auditors should be put forward for re-appointment at the next Annual General Meeting;
- * to determine and monitor the type and level of non-audit services provided by the External Auditors and/or its affiliates;
- * to discuss with the External Auditors their audit plan, the nature and scope of the audit before the audit commences, and to ensure coordination where more than one audit firm is involved;
- * to discuss problems and reservations arising from the interim and final audits, and any matters the External Auditors may wish to discuss (in the absence of Management where necessary);
- * to review weaknesses in the system of internal control highlighted by the External Auditors;
- * to review annual audit report prepared by the External Auditors;
- * to review the effectiveness of the Internal Audit Function;
- * to review and assess the performance of the Internal Auditors;
- * to ensure that adequate assistance is given by the Management of the Company to the Internal Auditors during their course of audit;
- * to ensure the adequacy of the scope and resources of the Internal Audit Functions with the necessary authority for implementation;
- * to review the internal audit programme and its findings, to ensure that investigation is undertaken with appropriate remedial action based on the recommendations of the Internal Auditors;
- * to recommend the appointment or termination of the Internal Auditors;

AUDIT COMMITTEE REPORT (CONT'D)

FUNCTIONS AND DUTIES (CONT'D)

The duties of the Audit Committee include the following: (Cont'd)

- * to review the quarterly and year-end financial statements, prior to the approval by the Board of Directors, focusing particularly on:
 - i. changes in or implementation of major accounting policies;
 - ii. significant and unusual events;
 - iii. the going concern assumption; and
 - iv. compliance with accounting standards and other legal requirements;
- * to review Management's monitoring of compliance with the Company's code of corporate conduct;
- * to review with the Company's counsel, any legal matters that could have a significant impact on the Company's financial statements;
- * to review the major findings of internal investigations and Management's responses as well as any examinations by regulatory authorities;
- * to review the allocation of options pursuant to share scheme for employees, transactions, procedure or course of conduct that raises questions of management integrity;
- * to review any related party transaction and conflict of interest and potential conflict of interest situation that may arise within the Company or the Group including any transaction, procedure or course of conduct that raises questions of management integrity; and
- * to perform other responsibilities/functions as may be authorised by the Board of Directors.

REVIEW OF THE AUDIT COMMITTEE PERFORMANCE

The Board with the assistance of the Nomination Committee has reviewed the terms of office and performance of the Audit Committee and each of its members. The Board is satisfied that the Audit Committee have carried out their duties effectively in accordance with their Terms of Reference.

AUDIT COMMITTEE REPORT (CONT'D)

MEETINGS

The Audit Committee shall meet at least four (4) times per financial year. Additional meetings may be held at the discretion of the Audit Committee or at the request of the External Auditors or Internal Auditors. The quorum of the meetings is two (2) and the majority of members present must be independent directors.

The representative of the Company's department heads, Management and the External Auditors and Internal Auditors will be invited to attend the meeting as and when required. However, at least twice a year the Audit Committee shall meet with the External Auditors without the Executive Board members and Management present.

The Secretary to the Audit Committee shall be the Company Secretary or any other person appointed by the Audit Committee.

The procedures of the meeting of the Audit Committee are as follows:

- * the members may regulate their meeting as they think fit;
- * every notice convening the meeting shall specify the place, the day, time and the agenda of the meeting. Except in the case of an emergency, reasonable notice of every meeting shall be given in writing;
- * any question arising at the meetings shall be decided by a majority of votes and a determination by a majority of members. In the case of an equality of votes the Chairman shall have a casting vote;
- * the minutes of the meetings shall be taken and documented and kept at the registered office of the Company; and
- * the Audit Committee should report to the Board after each meeting.

During the financial year ended 31 December 2024 and up to the date of approval of this report, the attendance of each committee member is as follows:

NAME	NO. OF MEETINGS ATTENDED / NO. OF MEETING HELD	
	Year 2024	1/1/2025 up to the date of approval of this report
Tuan Haji (Dr.) Salihin Bin Abang	5/5	1/1
Dato' Sri Alias Bin Ahmad	5/5	1/1
Mr. Kunal Tayal	5/5	1/1

AUDIT COMMITTEE REPORT (CONT'D)

SUMMARY OF ACTIVITIES OF AUDIT COMMITTEE

The activities of the AC for the financial year under review include the following:

1. Review and recommend for the Board of Directors' approval of the quarterly financial results.
2. Review with the External Auditors their audit plan and management letter.
3. Meet up with the External Auditors without the presence of Executive Members.
4. Review the audit findings on audit issues raised by the External Auditors in respect of the annual audit.
5. Review the draft Audited Financial Statements for recommendation to the Board of Directors for approval.
6. Review with the Internal Auditors their audit plan, management letter and audit findings.
7. Review the Audit Committee Report and Statement on Risk Management and Internal Control for inclusion in the Annual Report.
8. Review and recommend the Audit and Non-Audit fees to the Board for approval.
9. Assess the performance of the External Auditors and recommend to the Board the re-appointment of External Auditors of the Company.
10. Review the non-audit services in relation to the taxation services provided by the tax agent which is the affiliate of the Company's External Auditors.
11. Review the Group's cash flow and cash flow forecast.
12. Review the letter consisting of quarterly update on the status and progress of the Company's Financial Position and Turnaround Plan for submission to Bursa Malaysia Securities Berhad.
13. Review and examine the report on bribery and corruption issues in the Group, if any.
14. Review the recurrent related party transactions and any related party transaction, if any.
15. Review the conflict of interest and potential conflict of interest situation that may arise within the Group or Company, if any.
16. Discuss various significant internal and external audit issues within the Group.
17. Review the Terms of Reference of the Audit Committee.
18. Review the Conflict of Interest and Related Party Transaction Policy and recommend it to the Board for adoption.

AUDIT COMMITTEE REPORT (CONT'D)

SUMMARY OF ACTIVITIES OF AUDIT COMMITTEE (CONT'D)

Adoption of a Conflict of Interest and Related Party Transaction Policy

The Company has on 12 August 2024 adopted a Conflict of Interest and Related Party Transaction Policy which outlines the framework and the processes for the purposes of identifying, monitoring, evaluating, reporting and approving the RPT and COI. It also serves as a guide to the Audit Committee and the Board in discharging its role which is to provide oversight over the RPT and COI within the Group.

Review of related party transactions and conflict of interest situation

The Audit Committee has performed a quarterly review of the report and updates from Management of the related party transaction ("RPT")/recurrent related party transaction ("RRPT") and conflict of interest ("COI") and potential COI situations that arose or persist or may arise within the Group.

During the financial year under review, the Audit Committee has reviewed the RRPT and COI situation arising from the Tenancy Agreement entered into between G3 Global Berhad and Bestinet Sdn. Bhd. ("Bestinet") in respect of the rental of a demised premises for use as the Company's office, which Dato' Sri Aminul and Mr. Kunal Tayal have declared their interest in the transaction by virtue of Dato' Sri Aminul's direct shareholdings in Bestinet and Mr. Kunal Tayal's position as a Chief Financial Officer in Bestinet. Save for the mentioned RRPT and COI, there were no other COI situations reported.

Premised to the consideration that the transaction value of the Tenancy Agreement is not significant, the Audit Committee opined that the existing measures undertaken to resolve, eliminate, or mitigate the impact of the abovementioned COI situation are sufficient, and there is no additional mitigation actions proposed.

The Audit Committee has also reviewed the RPT and COI situation on the tax consultancy services provided by the company of Tuan Haji (Dr.) Salihin which he has declared his interest on the engagement of his company as tax consultant to provide service tax review services to G3 Global Group.

There is a potential risk that Tuan Haji (Dr.) Salihin as a director in his company could influence the decision-making of the Board of Directors of G3 Global. Hence, he has abstained from the evaluation and decision-making of G3 Global's Board relating to the contract terms and final opinion the engagement.

INTERNAL AUDIT AND RISK MANAGEMENT

The Audit Committee oversees the Internal Audit Function. With the assistance of an outsourced independent internal auditors, namely Tricor Axcelasia Sdn. Bhd., the Audit Committee reviews the Group's risk management and internal control process that Management has put in place. The Internal Auditors report directly to the Audit Committee. Their role is to provide the Audit Committee with independent and objective reports on the state of internal controls for high-risk areas of the Group and the extent of compliance with established policies and procedures.

Activities of the Internal Audit function

The activities of the Internal Audit Function during the financial year under review include the following:

- * conduct internal audit reviews on operational and financial risks of the Group; and
- * reporting the results of the internal audit and making recommendations for appropriate actions to be taken to mitigate probable risk areas.

This report is approved by the Board on 22nd April 2025.

OTHER INFORMATION

UTILISATION OF PROCEEDS

The status of utilisation of proceeds raised from the fund-raising exercises undertaken by the Company are set out below:

1) Private Placement 2024

On 26 June 2024, the Company announced its proposal to undertake a private placement exercise of up to 377,357,000 new ordinary shares in G3 Global ("G3 Global Shares"), representing not more than ten per centum (10%) of the total number of the Company's issued shares to independent third-party investors pursuant to the shareholders' general mandate for issuance of shares under Sections 75 and 76 of the Companies Act 2016 obtained at the Company's AGM held on 22 June 2023. The Company has on 19 September 2024 obtained Bursa Securities' approval for the listing and quotation of up to 377,357,000 new G3 Global Shares to be issued pursuant to the Proposed Private Placement ("Private Placement 2024"). Pursuant to Paragraph 6.62(1) of the Listing Requirements, the Company must complete the implementation of the Private Placement 2024 within 6 months from the date on which the listing application is approved by Bursa Securities, i.e. by 18 March 2025. However, the Company has yet to implement the Private Placement 2024 within the stipulated timeline. Pursuant thereto, on the application of the Company, Bursa Securities on 28 March 2025 granted to the Company an extension of time of 6 months up to 18 September 2025 to complete the implementation of the Private Placement 2024.

As of 22nd April 2025, being the latest practicable date prior to the date of printing of this Annual Report (LPD), there are no proceeds raised as there are no new shares have been issued and allotted pursuant to the Private Placement 2024.

2) Private Placement 2023

The Company had on 12 May 2023 completed the Private Placement which was approved by the shareholders of the Company at the Extraordinary General Meeting held on 28 March 2023 ("Private Placement 2023"). A total of 870,826,000 Placement Shares was issued and allotted on 10 May 2023 with a total proceed of approximately RM19.506 million raised.

Due to the urgency and cash flow requirements of AIS3 Project, the Board had on 27 March 2024 announced the variation of the utilisation of the proceeds whereby part of the proceeds which were initially intended for ICT projects, working capital and expenses for the proposals have been relocated to AIS3 Project and an extension of time is required to utilise the balance of the proceeds.

OTHER INFORMATION (CONT'D)

UTILISATION OF PROCEEDS (CONT'D)

The status of utilisation of proceeds raised from the fund-raising exercises undertaken by the Company are set out below: (Cont'd)

2) Private Placement 2023 (Cont'd)

The proceeds amounting to RM19.506 million from the Private Placement 2023 has been fully utilised on 22nd April 2025 as follows: -

Details		Proceeds raised and proposed utilisation from the completion of the Private Placement 2023	Actual proceeds utilised	Balance proceeds unutilised before relocation	Relocation of Proceeds	Actual utilisation	Balance Proceeds	Intended time frame for utilisation of proceeds from the date of completion of Private Placement 2023	Revised time frame
		RM'000	RM'000	RM'000	RM'000	RM'000	RM'000		
(i)	Funding for existing and future projects:								
	a. For AIS3 Project	10,500	10,500	-	3,628	(3,628)	-	Within 12 months by 27 March 2024	Within 18 months by 26 September 2024
	b. For ICT Projects	4,000	3,171	829	(829)	-	-	Within 12 months	-
	Total	14,500	13,671	829	-	-	-		
(ii)	Working Capital	4,206	1,589	2,617	(2,617)	-	-	Within 12 months	-
(iii)	Expenses for the Proposals	800	618	182	(182)	-	-	Within 1 month	-
	Total	19,506	15,878	3,628	-	(3,628)	-		

OTHER INFORMATION (CONT'D)

AUDIT AND NON-AUDIT FEES

During the financial year under review, the audit fees and non-audit fees paid to the External Auditors by the Group and the Company for services rendered are as follows:

	Company	Group
Audit Fees	RM106,000	RM145,000
Non-audit Fees	RM6,000	6,000

LIST OF PROPERTY

There was no property held by the Company during the financial year ended 31 December 2024 and the Company does not adopt any revaluation policy on landed properties.

MATERIAL CONTRACTS

There was no material contracts entered into by the Company and its subsidiaries involving Directors' and major shareholders' interests either still subsisting as of 31 December 2024 or entered into since the end of the previous financial year.

RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

There were no major recurrent related party transactions of a revenue or trading nature during the financial year under review.

STATEMENT OF DIRECTORS' RESPONSIBILITY IN RELATION TO THE FINANCIAL STATEMENTS

The Directors are required by the Companies Act 2016 to prepare the financial statements of the Group as set out in this Report that give a true and fair view of the state of affair and financial position of the Group and of the Company as at the end of the financial year and of the income statement and cash flows for that year then ended.

The Directors consider that in preparing the financial statements:

- The Group has constantly applied appropriate accounting policies and are consistently applied;
- Reasonable and prudent judgements and estimates were made; and
- All applicable approved accounting standards in Malaysia have been followed.

The Directors are responsible for ensuring that the Company maintains accounting records that disclose with reasonable accuracy, the financial position of the Group and of the Company, and that the financial statements comply with the Companies Act 2016.

The Directors have general responsibilities for taking steps that are reasonably available to them to safeguard the assets of the Group, and to prevent and detect fraud and other irregularities.

DIRECTORS' REPORT

The Directors hereby submit their report together with the audited financial statements of the Group and of the Company for the financial year ended 31 December 2024.

PRINCIPAL ACTIVITIES

The principal activities of the Company are that of investment holding and information and communication technology whilst those of its subsidiaries are disclosed in Note 4 to the financial statements.

There have been no significant changes in the nature of these activities of the Company and its subsidiaries during the financial year.

FINANCIAL RESULTS

	Group RM	Company RM
Loss for the financial year	<u>20,957,712</u>	<u>14,146,972</u>
<u>Attributable to:-</u>		
Owners of the Company	19,190,315	
Non-controlling interests	<u>1,767,397</u>	
	<u>20,957,712</u>	

DIVIDENDS

There were no dividends proposed, declared or paid by the Company since the end of the previous financial year.

RESERVES AND PROVISIONS

There were no material transfers to or from reserves or provisions during the financial year.

ISSUE OF SHARES AND DEBENTURES

There were no changes in the issued and paid-up capital of the Company and no issuance of debentures during the financial year.

DIRECTORS' REPORT (CONT'D)

DIRECTORS

The name of the Directors of the Company and its subsidiaries in office during the financial year and during the period commencing from the end of the financial year to the date of this report are as follows:-

Directors of the Company:-

Dato' Sri Alias Bin Ahmad

Dato' Sri Aminul Islam Bin Abdul Nor*

Kunal Tayal*

Dr. Salihin Bin Abang

Vasanthi A/P Arumugam

Al-Fazirul David Bin Abdullah* (Appointed on 11 September 2024)

Dirk Johann Quinten* (Resigned on 11 September 2024)

* Directors of the Company and certain of its subsidiaries

Directors of the subsidiaries:-

Dr. Abdullah Sher Kawi Bin Jaafar

Muhammad Qhailiz Norman bin Aminul Islam

Abdullah Junaidi Bin Monil (Resigned on 18 March 2024)

DIRECTORS' INTERESTS IN SHARES

According to the Register of Directors' Shareholdings as required to be kept under Section 59 of the Companies Act 2016 in Malaysia, the interests and deemed interests in the ordinary shares of the Company and its related corporations of those who were Directors as at financial year end (including the interests of spouses or children of the Directors who themselves are not Directors of the Company) are as follows:-

	← Number of ordinary shares →			
	At 1.1.2024	Bought	Sold	At 31.12.2024
The Company				
Deemed interest:-				
Dato' Sri Aminul Islam Bin Abdul Nor #	517,888,900	-	-	517,888,900

Deemed interest by virtue of his shareholdings in Greenfield Hills Sdn. Bhd., Dream Life Travels Sdn. Bhd., Data Bliss Sdn. Bhd. and Instacloud Sdn. Bhd..

Other than as disclosed above, none of the other Directors in office at the end of the financial year had any interest in shares in the Company or its related corporations during the financial year.

DIRECTORS' REPORT (CONT'D)

DIRECTORS' REMUNERATION AND BENEFITS

During the financial year, the fees and other benefits received and receivables by the Directors of the Company are as follows:-

	Group and Company RM
Salaries and other emoluments	1,160,588
Defined contribution plans	60,801
Social security contribution	1,915
Directors' fee	277,500
	1,500,804

During and at the end of the financial year, no arrangements subsisted to which the Company is a party, with the object or objects of enabling Directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of the Company or any other body corporate.

Since the end of the previous financial year, no Director has received or become entitled to receive any benefit (other than as disclosed in Notes 21 and 22 to the financial statements) by reason of a contract made by the Company or a related corporation with the Director or with a firm of which the Director is a member, or with a company of which the Director has a substantial financial interest.

INDEMNITY AND INSURANCE FOR DIRECTORS AND OFFICERS

The amount of indemnity coverage and insurance premium paid for Directors and Officers of the Company during the financial year amounted to RM5,000,000 and RM10,000 respectively.

OTHER STATUTORY INFORMATION

Before the financial statements of the Group and of the Company were made out, the Directors took reasonable steps:-

- (a) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of provision for doubtful debts and satisfied themselves that all known bad debts had been written off and that adequate provision had been made for doubtful debts; and
- (b) to ensure that any current assets which were unlikely to be realised in the ordinary course of business including their values as shown in the accounting records of the Group and of the Company have been written down to an amount which they might be expected so to realise.

DIRECTORS' REPORT (CONT'D)

OTHER STATUTORY INFORMATION (CONT'D)

At the date of this report, the Directors are not aware of any circumstances:-

- (a) which would render the amounts written off for bad debts or the amount of the provision for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent; or
- (b) which would render the value attributed to the current assets in the financial statements of the Group and of the Company misleading; or
- (c) which have arisen which would render adherence to the existing methods of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate; or
- (d) not otherwise dealt with in this report or the financial statements which would render any amount stated in the financial statements misleading.

At the date of this report, there does not exist:-

- (a) any charge on the assets of the Group and of the Company that has arisen since the end of the financial year which secures the liabilities of any other person; and
- (b) any contingent liability in respect of the Group and of the Company that has arisen since the end of the financial year.

In the opinion of the Directors:-

- (a) no contingent liability or other liability of the Group and of the Company have become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which will or may affect the ability of the Group and of the Company to meet their obligations as and when they fall due; and
- (b) the results of operations of the Group and of the Company during the financial year were not substantially affected by any item, transaction or event of a material and unusual nature; and
- (c) there has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely to affect substantially the results of operations of the Group and of the Company for the current financial year in which this report is made.

EVENT AFTER THE REPORTING DATE

The event after the reporting date is disclosed in Note 26 to the financial statements.

STATEMENT BY DIRECTORS

In the opinion of the Directors, the financial statements set out on pages 83 to 134 are drawn up in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 31 December 2024 and of their financial performance and their cash flows for the financial year then ended.

Signed on behalf of the Directors in accordance with a resolution of the Board of Directors.

.....
DATO' SRI AMINUL ISLAM BIN
ABDUL NOR

.....
AL-FAZIRUL DAVID BIN
ABDULLAH

Kuala Lumpur
22 April 2025

STATUTORY DECLARATION

I, Farisan bin Mokhtar @ Mokhtar, being the Officer primarily responsible for the financial management of G3 Global Berhad, do solemnly and sincerely declare that to the best of my knowledge and belief, the financial statements set out on pages 83 to 134 are correct and I make this solemn declaration conscientiously believing the same to be true and by virtue of the Statutory Declarations Act 1960.

Subscribed and solemnly declared by)
the abovenamed at Kuala Lumpur in the)
Federal Territory this day of)
22 April 2025)

.....
FARISAN BIN MOKHTAR @
MOKHTAR

Before me,

Commissioner for Oaths

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF G3 GLOBAL BERHAD

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of G3 Global Berhad, which comprise the statements of financial position as at 31 December 2024, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 83 to 134.

In our opinion, the accompanying financial statements of the Group and of the Company give a true and fair view of the financial position as at 31 December 2024 and of their financial performance and their cash flows for the financial year then ended in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for Opinion

We conducted our audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing. Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence and Other Ethical Responsibilities

We are independent of the Group and of the Company in accordance with the *By-Laws (on Professional Ethics, Conduct and Practice)* of the Malaysian Institute of Accountants ("By-Laws") and the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)* ("IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

INDEPENDENT AUDITORS' REPORT (CONT'D)

Report on the Audit of the Financial Statements (cont'd)

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the Group and of the Company for the current financial year. These matters were addressed in the context of our audit of the financial statements of the Group and of the Company as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters

Impairment losses on trade receivables and contract assets

(Refer to Notes 6 and 7)

The Group and the Company have significant exposure to credit risk arising from its trade receivables and contract assets as at 31 December 2024.

Assessing expected credit losses ("ECL") of trade receivables and contract assets requires management's judgement and the use of estimates in determining the probability of default occurring by considering the ageing of receivables, historical loss experience and forward-looking information. We have identified impairment loss on trade receivables and contract assets as a key audit matter due to the significance of trade receivables and contract assets and the significant estimation involved in determining the impairment loss of trade receivables and contract assets.

How our audit address the key audit matters

Our audit procedures included, amongst others:

- Obtained an understanding of the control over the assessment and monitoring of trade receivables and contract assets.
- Reviewed the ageing of trade receivables and test the integrity of ageing by calculating the due date for a sample of invoices.
- Assessing the reasonableness of estimates and assumptions made by the management in determining the ECL of trade receivables and contract assets, including evaluating the accuracy of the historical default data and forward-looking information and performed detailed analysis on the ageing of trade receivables.

INDEPENDENT AUDITORS' REPORT (CONT'D)

Report on the Audit of the Financial Statements (cont'd)

Key Audit Matters (cont'd)

These matters were addressed in the context of our audit of the financial statements of the Group and of the Company as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters (cont'd).

Key audit matters	How our audit address the key audit matters
Recognition of contract revenue <i>(Refer to Note 15)</i> Contract revenue recognised by the Group and the Company during the financial year amounted to RM57,534,199. Contract revenue is recognised over time using an input method by reference to the stage of completion, which is determined based on the project progress status certified by the project management officer. The process to determine the stage of completion involves significant management judgement and use of management estimates. Any error in the application of judgement or estimates could result in a material misstatement in the amount of revenue recognised.	Our audit procedures included, amongst others: • Obtained management estimates of the costs to complete for individually significant contract in progress as at the end of the reporting year and compared these estimates to suppliers' quotation or invoices where applicable to determine their reasonableness. • Checked the calculation of stage of completion used by management to ascertain the accuracy of the contract revenue recognised during the reporting year. • Performed substantive test procedures over contract costs and contract revenue by checking against the underlying supporting documents including contracts for sales and purchases.

Information Other than the Financial Statements and Auditors' Report Thereon

The Directors of the Company are responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements of the Group and of the Company and our auditors report thereon.

Our opinion on the financial statements of the Group and of the Company do not cover the other information and we do not express any form of assurance conclusion thereon.

INDEPENDENT AUDITORS' REPORT (CONT'D)

Report on the Audit of the Financial Statements (cont'd)

Information Other than the Financial Statements and Auditors' Report Thereon (cont'd)

In connection with our audit of the financial statements of the Group and of the Company, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements of the Group and of the Company or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Statements

The Directors of the Company are responsible for the preparation of financial statements of the Group and of the Company that give a true and fair view in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia. The Directors are also responsible for such internal control as the Directors determine is necessary to enable the preparation of financial statements of the Group and of the Company that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements of the Group and of the Company, the Directors are responsible for assessing the Group's and the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Group or the Company or to cease operations, or have no realistic alternative but to do so.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements of the Group and of the Company as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with approved standards on auditing in Malaysia and International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

INDEPENDENT AUDITORS' REPORT (CONT'D)

Report on the Audit of the Financial Statements (cont'd)

Auditors' Responsibilities for the Audit of the Financial Statements (cont'd)

As part of an audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements of the Group and of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.
- Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Group and of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group or the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements of the Group and of the Company represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial statements of the Group. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with the Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identified during our audit.

INDEPENDENT AUDITORS' REPORT (CONT'D)

Report on the Audit of the Financial Statements (cont'd)

Auditors' Responsibilities for the Audit of the Financial Statements (cont'd)

We also provide the Directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the Directors, we determine those matters that were of most significance in the audit of the financial statements of the Group and of the Company for the current financial year and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

This report is made solely to the members of the Company, as a body, in accordance with Section 266 of the Companies Act 2016 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

GRANT THORNTON MALAYSIA PLT
(201906003682 & LLP0022494-LCA)
CHARTERED ACCOUNTANTS (AF 0737)

Kuala Lumpur
22 April 2025

PHON POOI YIN
(NO: 03654/04/2026 J)
CHARTERED ACCOUNTANT

STATEMENTS OF FINANCIAL POSITION

AS AT 31 DECEMBER 2024

		Group		Company	
	Note	2024 RM	2023 RM	2024 RM	2023 RM
ASSETS					
Non-current assets					
Property, plant and equipment	3	12,564	24,556	12,564	24,556
Investment in subsidiaries	4	-	-	-	-
Total non-current assets		12,564	24,556	12,564	24,556
Current assets					
Inventories	5	-	3,523,313	-	-
Trade receivables	6	40,335,977	8,241,172	40,335,698	6,703,429
Contract with customers	7	21,466,457	52,267,559	21,466,457	52,267,559
Other receivables	8	677,660	13,166,706	677,201	1,497,940
Amount due from subsidiaries	9	-	-	-	17,199
Tax recoverable		387,830	387,626	-	-
Cash and bank balances and deposit with a licensed bank	10	19,561,549	29,615,759	13,506,685	29,000,002
Total current assets		82,429,473	107,202,135	75,986,041	89,486,129
TOTAL ASSETS		82,442,037	107,226,691	75,998,605	89,510,685
EQUITY AND LIABILITIES					
EQUITY					
Equity attributable to owners of the Company:-					
Share capital	11	127,518,316	127,518,316	127,518,316	127,518,316
Accumulated losses		(85,268,470)	(66,078,155)	(93,346,627)	(79,199,655)
		42,249,846	61,440,161	34,171,689	48,318,661
Non-controlling interests		(2,143,614)	(376,217)	-	-
Total equity		40,106,232	61,063,944	34,171,689	48,318,661

STATEMENTS OF FINANCIAL POSITION (CONT'D)

		Group		Company	
	<u>Note</u>	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
		RM	RM	RM	RM
EQUITY AND LIABILITIES					
(CONT'D)					
LIABILITIES					
Current liabilities					
Trade payables	12	32,497,800	29,134,419	32,381,321	24,517,765
Other payables	13	9,361,126	17,028,328	8,968,716	16,674,259
Provision	14	476,879	-	476,879	-
Total current liabilities/Total liabilities		<u>42,335,805</u>	<u>46,162,747</u>	<u>41,826,916</u>	<u>41,192,024</u>
TOTAL EQUITY AND LIABILITIES		<u>82,442,037</u>	<u>107,226,691</u>	<u>75,998,605</u>	<u>89,510,685</u>

The accompanying notes form an integral part of these financial statements.

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024

		Group		Company	
	Note	2024 RM	2023 RM	2024 RM	2023 RM
Revenue	15	58,841,704	74,164,239	58,841,704	73,244,239
Cost of sales		<u>(73,520,351)</u>	<u>(75,173,106)</u>	<u>(69,997,038)</u>	<u>(71,236,247)</u>
Gross (loss)/profit		(14,678,647)	(1,008,867)	(11,155,334)	2,007,992
Other income		7,336	39,480	-	-
Administration expenses		(3,297,809)	(4,126,709)	(3,110,533)	(3,763,916)
Net gain/(loss) on impairment of non-financial assets		-	-	2,800	(101,492)
Net (loss)/gain on impairment of financial assets		(3,319,723)	6,526,395	(562,563)	(9,771,628)
Other expenses		<u>(45,300)</u>	<u>(177,524)</u>	<u>(28,769)</u>	<u>-</u>
Operating (loss)/profit		(21,334,143)	1,252,775	(14,854,399)	(11,629,044)
Finance income	16	416,961	377,965	735,766	773,250
Finance cost	17	<u>(11,712)</u>	<u>(3,561)</u>	<u>-</u>	<u>(3,561)</u>
(Loss)/Profit before tax	18	(20,928,894)	1,627,179	(14,118,633)	(10,859,355)
Tax expense	19	<u>(28,818)</u>	<u>(321)</u>	<u>(28,339)</u>	<u>-</u>
(Loss)/Profit for the financial year/ Total comprehensive (loss)/income for the financial year		<u><u>(20,957,712)</u></u>	<u><u>1,626,858</u></u>	<u><u>(14,146,972)</u></u>	<u><u>(10,859,355)</u></u>
Total comprehensive (loss)/income attributable to:-					
Owners of the Company		(19,190,315)	1,890,999	(14,146,972)	(10,859,355)
Non-controlling interests		<u>(1,767,397)</u>	<u>(264,141)</u>	<u>-</u>	<u>-</u>
		<u><u>(20,957,712)</u></u>	<u><u>1,626,858</u></u>	<u><u>(14,146,972)</u></u>	<u><u>(10,859,355)</u></u>
(Loss)/Earnings per share attributable to owners of the Company:-					
Basic/Diluted (loss)/earnings per share (sen)	20	<u><u>(0.51)</u></u>	<u><u>0.05</u></u>		

The accompanying notes form an integral part of these financial statements.

STATEMENTS OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024

	-- Attributable to Owners of the Company --					
	<u>Note</u>	<u>Share capital</u> RM	<u>Accumulated losses</u> RM	<u>Total</u> RM	<u>Non-controlling interests</u> RM	<u>Total equity</u> RM
Group						
Balance at 1 January 2023		108,580,869	(67,969,154)	40,611,715	(112,076)	40,499,639
Total comprehensive income/ (loss) for the financial year		-	1,890,999	1,890,999	(264,141)	1,626,858
<u>Transactions with owners:-</u>						
Issuance of ordinary shares pursuant to private placement	11	19,506,502	-	19,506,502	-	19,506,502
Share issuance expenses	11	(569,055)	-	(569,055)	-	(569,055)
Total transactions with owners		18,937,447	-	18,937,447	-	18,937,447
Balance at 31 December 2023		127,518,316	(66,078,155)	61,440,161	(376,217)	61,063,944
Total comprehensive loss for the financial year		-	(19,190,315)	(19,190,315)	(1,767,397)	(20,957,712)
Balance at 31 December 2024		127,518,316	(85,268,470)	42,249,846	(2,143,614)	40,106,232

STATEMENTS OF CHANGES IN EQUITY (CONT'D)

	<u>Note</u>	<u>Share capital</u> RM	<u>Accumulated losses</u> RM	<u>Total equity</u> RM
Company				
Balance at 1 January 2023		108,580,869	(68,340,300)	40,240,569
Total comprehensive loss for the financial year		-	(10,859,355)	(10,859,355)
<u>Transaction with owners:-</u>				
Issuance of ordinary shares pursuant to private placement	11	19,506,502	-	19,506,502
Share issuance expenses	11	<u>(569,055)</u>	<u>-</u>	<u>(569,055)</u>
Balance at 31 December 2023		127,518,316	(79,199,655)	48,318,661
Total comprehensive loss for the financial year		<u>-</u>	<u>(14,146,972)</u>	<u>(14,146,972)</u>
Balance at 31 December 2024		<u>127,518,316</u>	<u>(93,346,627)</u>	<u>34,171,689</u>

The accompanying notes form an integral part of these financial statements.

STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024

	<u>Note</u>	Group		Company	
		<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
		RM	RM	RM	RM
OPERATING ACTIVITIES					
(Loss)/Profit before tax		(20,928,894)	1,627,179	(14,118,633)	(10,859,355)
Adjustments for:-					
Bad debts written off		5,331	-	15,524	-
Depreciation of property, plant and equipment		4,563	292,291	4,563	184,195
Loss on disposal of property, plant and equipment		818	6,681	818	6,681
Interest expense		11,712	3,561	-	3,561
Interest income		(416,961)	(377,965)	(735,766)	(773,250)
Inventories written down		-	3,163,699	-	569,792
Inventories written off		8,083,183	113,976	22,000	-
Investment in subsidiary written off		-	-	2,800	-
Net loss/(gain) on impairment of financial assets:					
- amount due from subsidiaries		-	-	395,241	9,203,729
- other receivables		3,152,401	111,464	-	-
- trade receivables		167,322	(6,637,859)	167,322	567,899
Net (gain)/loss on impairment of non-financial assets:					
- investment in subsidiaries		-	-	(2,800)	101,492
Property, plant and equipment written off		10,445	177,524	10,445	-
Reversal of inventories written down		<u>(4,559,870)</u>	<u>(290,937)</u>	<u>(22,000)</u>	<u>-</u>
Operating loss before working capital changes		(14,469,950)	(1,810,386)	(14,260,486)	(995,256)
Changes in working capital:-					
Inventories		-	(5,771,598)	-	60
Contract assets		30,801,102	(52,267,559)	30,801,102	(52,267,559)
Receivables		(22,930,813)	4,395,054	(32,978,852)	(6,146,721)
Payables		(4,303,821)	38,530,897	158,013	41,938,851
Provision		<u>476,879</u>	<u>-</u>	<u>476,879</u>	<u>-</u>
Net cash used in operations		(10,426,603)	(16,923,592)	(15,803,344)	(17,470,625)
Tax paid		<u>(29,022)</u>	<u>(110,683)</u>	<u>(28,339)</u>	<u>-</u>
Net cash used in operating activities		<u>(10,455,625)</u>	<u>(17,034,275)</u>	<u>(15,831,683)</u>	<u>(17,470,625)</u>

STATEMENTS OF CASH FLOWS (CONT'D)

	<u>Note</u>	Group		Company	
		<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
		RM	RM	RM	RM
INVESTING ACTIVITIES					
Advances to subsidiaries		-	-	(393,566)	(412,649)
Interest received		416,961	377,965	735,766	773,250
Proceeds from disposal of property, plant and equipment		325	15,993	325	15,993
Purchase of property, plant and equipment	A	<u>(4,159)</u>	<u>(4,055)</u>	<u>(4,159)</u>	<u>(4,055)</u>
Net cash from investing activities		<u>413,127</u>	<u>389,903</u>	<u>338,366</u>	<u>372,539</u>
FINANCING ACTIVITIES					
Advances from a company in which a Director has interest		-	63,762	-	-
Interest paid		(11,712)	(3,561)	-	(3,561)
Proceeds from issuance of shares, net of issuance expense		-	18,937,447	-	18,937,447
Repayments of lease liability		<u>-</u>	<u>(172,991)</u>	<u>-</u>	<u>(172,991)</u>
Net cash from financing activities		<u>(11,712)</u>	<u>18,824,657</u>	<u>-</u>	<u>18,760,895</u>
CASH AND CASH EQUIVALENTS					
Net changes		(10,054,210)	2,180,285	(15,493,317)	1,662,809
Brought forward		<u>17,777,759</u>	<u>15,597,474</u>	<u>17,162,002</u>	<u>15,499,193</u>
Carried forward	B	<u><u>7,723,549</u></u>	<u><u>17,777,759</u></u>	<u><u>1,668,685</u></u>	<u><u>17,162,002</u></u>

NOTES TO THE STATEMENTS OF CASH FLOWS

A. PURCHASE OF PROPERTY, PLANT AND EQUIPMENT

	Group		Company	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
Total additions	<u>4,159</u>	<u>4,055</u>	<u>4,159</u>	<u>4,055</u>
Total cash purchase	<u><u>4,159</u></u>	<u><u>4,055</u></u>	<u><u>4,159</u></u>	<u><u>4,055</u></u>

STATEMENTS OF CASH FLOWS (CONT'D)

NOTES TO THE STATEMENTS OF CASH FLOWS (CONT'D)

B. CASH AND CASH EQUIVALENTS

	Group		Company	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
Fixed deposit with a licensed bank	11,838,000	11,838,000	11,838,000	11,838,000
Cash and bank balances	<u>7,723,549</u>	<u>17,777,759</u>	<u>1,668,685</u>	<u>17,162,002</u>
	19,561,549	29,615,759	13,506,685	29,000,002
Less: Fixed deposit pledged	<u>(11,838,000)</u>	<u>(11,838,000)</u>	<u>(11,838,000)</u>	<u>(11,838,000)</u>
	<u><u>7,723,549</u></u>	<u><u>17,777,759</u></u>	<u><u>1,668,685</u></u>	<u><u>17,162,002</u></u>

RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

Group and Company

	At <u>1.1.2023</u> RM	<u>Cash flows</u> RM	At <u>31.12.2023</u> RM
Lease liability	<u>172,991</u>	<u>(172,991)</u>	<u>-</u>

Group

	At <u>1.1.2024</u> RM	<u>Others</u> RM	At <u>31.12.2024</u> RM
Amount due to companies in which Directors have interests	<u>113,653</u>	<u>36,195</u>	<u>149,848</u>
	At <u>1.1.2023</u> RM	<u>Cash flows</u> RM	At <u>31.12.2023</u> RM
Amount due to companies in which Directors have interests	<u>49,891</u>	<u>63,762</u>	<u>113,653</u>

The accompanying notes form an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

– 31 DECEMBER 2024

1. GENERAL INFORMATION

The Company is a public limited liability company incorporated and domiciled in Malaysia, and is listed on the Main Market of Bursa Malaysia Securities Berhad.

The registered office of the Company is located at Level 5, Tower 8, Avenue 5, Horizon 2, Bangsar South City, 59200 Kuala Lumpur, Wilayah Persekutuan. The principal place of business of the Company is located at 05-05-02, Block 5, Corporate Park, Star Central, Lingkaran Cyber Point Timur, Cyber 12, 63000 Cyberjaya, Selangor Darul Ehsan.

The principal activities of the Company are that of investment holding and information and communication technology whilst those of its subsidiaries are disclosed in Note 4 to the financial statements.

There have been no significant changes in the nature of these activities of the Company and its subsidiaries during the financial year.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 22 April 2025.

2. BASIS OF PREPARATION

2.1 Statement of Compliance

The financial statements of the Group and of the Company have been prepared in accordance with Malaysian Financial Reporting Standards (“MFRSs”), IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia.

2.2 Going Concern

The financial statements of the Group and the Company have been prepared on a going concern basis, which contemplate the realisation of assets and the liquidation of liabilities in the normal course of business. The Group and the Company have a net loss of RM20,957,712 and RM14,146,972 respectively with gross loss of RM14,678,647 and RM11,155,334 respectively and operating cash outflows of RM10,455,625 and RM15,831,683 respectively during the financial year.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

2. BASIS OF PREPARATION (CONT'D)

2.2 Going Concern (cont'd)

The preparation of the financial statements on a going concern basis is dependent on the ability of the Group and of the Company to generate sufficient cash flows from their operations and achieving profitable operations. The Group and the Company remain positive that they will be able to generate sufficient cash flows from their operations from their existing projects by the Company to increase the working capital of the Group and of the Company. In view of the foregoing, the Directors consider that it is appropriate to prepare the financial statements on a going concern basis and the Group and the Company will be able to meet their liabilities as and when they fall due.

Accordingly, the financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or additional amounts of liabilities that may be necessary if the Group and the Company are unable to continue as a going concern.

2.3 Basis of Measurement

The financial statements of the Group and of the Company are prepared under the historical cost convention unless otherwise indicated in the material accounting policy information.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability, or in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible to by the Group and the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

2. BASIS OF PREPARATION (CONT'D)

2.3 Basis of Measurement (cont'd)

The Group and the Company use valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to their fair value measurement as a whole:-

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 - Valuation techniques for which the lowest level input that is significant to their fair value measurement is directly or indirectly observable.
- Level 3 - Valuation techniques for which the lowest level input that is significant to their fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group and the Company determine whether transfers have occurred between levels in the hierarchy by reassessing categorisation (based on the lowest level input that is significant to their fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group and the Company have determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of fair value hierarchy as explained above.

2.4 Functional and Presentation Currency

The financial statements are presented in Ringgit Malaysia ("RM"), which is also the Group's and the Company's functional currency and all values are rounded to the nearest RM except when otherwise stated.

2.5 MFRSs

2.5.1 Adoption of Amendments and Improvements to MFRSs

At the beginning of the current financial year, the Group and the Company adopted amendments and improvements to MFRSs which are mandatory for the financial periods beginning on or after 1 January 2024.

Initial application of the amendments and improvements to MFRSs did not have material impact to the financial statements of the Group and of the Company.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

2. BASIS OF PREPARATION (CONT'D)

2.5 MFRSs (cont'd)

2.5.2 Standards Issued but Not Yet Effective

The new and amended standards that are issued, but not yet effective, up to the date of issuance of the Group's and the Company's financial statements are disclosed below. The Group and the Company intend to adopt these new and amended standards, if applicable, when they become effective in the respective financial period.

Effective for financial period beginning on or after 1 January 2025:-

Amendments to MFRS 121	The Effects of Changes in Foreign Exchange Rates - Lack of Exchangeability
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Effective for financial period beginning on or after 1 January 2026:-

Amendments to MFRS 9 and MFRS 7	Financial Instruments and Financial Instruments: Disclosures - Amendments to the Classification and Measurement of Financial Instruments and Contracts Referencing Nature-dependent Electricity
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Annual Improvements to MFRS Accounting Standards - Volume 11

Effective for financial period beginning on or after 1 January 2027:-

MFRS 18	Presentation and Disclosure in Financial Statements
MFRS 19	Subsidiaries without Public Accountability - Disclosures

Deferred to a date to be determined by Malaysian Accounting Standards Board:-

Amendments to MFRS 10 and MFRS 128	Consolidated Financial Statements and Investments in Associates and Joint Ventures - Sale or Contribution of Assets between an Investor and its Associate or Joint Venture
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The initial application of the above amended standards are not expected to have material financial impacts to the financial statements, except for:

MFRS 18 Presentation and Disclosure in Financial Statements

MFRS 18 Presentation and Disclosure in Financial Statements introduces three sets of new requirements to improve companies' reporting of financial performance:

- Improved comparability in the statement of profit or loss (income statement)
- Enhanced transparency of management-defined performance measures
- More useful grouping of information in the financial statements

MFRS 18 replace MFRS 101 *Presentation of Financial Statements*. It carries forward many requirements from MFRS 101 unchanged. MFRS 18 is effective for annual reporting periods beginning on or after 1 January 2027, but companies can apply it earlier.

The Group is currently working to identify all impacts the amendments will have on the financial statements and notes to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

2. BASIS OF PREPARATION (CONT'D)

2.6 The Use of Estimates and Judgements

The preparation of financial statements in conformity with MFRSs and IC Interpretations require the use of certain critical accounting estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. It also requires the management and Directors to exercise their judgement in the process of applying the Group's and the Company's accounting policies. Although these estimates and judgements are based on the management's and Directors' best knowledge of current events and actions, actual results may defer from those estimates.

Estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised from the period in which the estimate is revised. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities and the reported amounts of revenue and expenses are outlined below.

2.6.1 Key Sources of Estimation Uncertainty

Climate-related matters

The long-term consequences of climate changes on financial statements are difficult to predict and require entities to make significant assumptions and develop estimates.

Assumptions used by the Group are subject to uncertainties relating to regulatory changes (eg. green taxes adopted by governments), new environmental commitments made by the Group meet its carbon reduction goals, development of new technologies, depletion of natural resources used to produce telecommunication hardware, etc. Due to these uncertainties, the figures reported in the Group's future financial statements could differ from the estimates established at the time these financial statements were approved.

Useful lives of depreciable and amortisable assets

The management estimates the useful lives of the property, plant and equipment to be 2 to 50 years and reviews the useful lives of depreciable assets at each reporting date. The management assesses that the useful lives represent the expected utility of the assets to the Group and the Company. Actual results, however, may vary due to changes in the expected level of usage and developments, resulting in adjustment to the Group's and the Company's assets.

The management expects that the expected useful lives of the property, plant and equipment would not have material difference from the management's estimation hence it would not result in material variance in the Group's and the Company's (profit)/loss for the financial year.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

2. BASIS OF PREPARATION (CONT'D)

2.6 The Use of Estimates and Judgements (cont'd)

2.6.1 Key Sources of Estimation Uncertainty (cont'd)

Inventories

Inventories are measured at the lower of cost and net realisable value. In estimating net realisable values, management takes into account the most reliable evidence available at the time the estimates are made. The realisation of these inventories may be affected by market-driven changes that may occur in the future.

Provision for expected credit losses ("ECLs") of receivables and contract assets

Credit losses are the differences between all contractual cash flows that the Group and the Company are due and the cash flows that it actually expects to receive. An ECLs is the probability-weighted estimate of credit losses which requires the Group's and the Company's judgement. The ECLs are discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets).

The Group and the Company use a provision matrix to calculate ECLs for financial assets.

The Group and the Company consider reasonable and supportable information that is relevant and available without undue costs or effort. This includes both quantitative and qualitative information and analysis, based on the Group's and the Company's historical experience and informed credit assessment and including forwarding-looking information, where available such as changes in financial capability of the debtor, and default or significant delay in payments.

Income taxes

Significant estimation is involved in determining the Group's and the Company's provision for income taxes. There are certain transactions and computations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group and the Company recognise liabilities based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recognised, such difference will impact the income tax and deferred tax provisions in the year in which such determination is made.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

2. BASIS OF PREPARATION (CONT'D)

2.6 The Use of Estimates and Judgements (cont'd)

2.6.1 Key Sources of Estimation Uncertainty (cont'd)

Impairment of non-financial assets

An impairment loss is recognised for the amount by which the asset's or cash-generating unit's carrying amount exceeds its recoverable amount. To determine the recoverable amount, management estimates expected future cash flows from each cash-generating unit and determines a suitable interest rate in order to calculate the present value of those cash flows. In the process of measuring expected future cash flows, the management makes assumptions about future operating results. The actual results may vary, and may cause significant adjustments to the Group's and the Company's assets within the next financial year.

In most cases, determining the applicable discount rate involves estimating the appropriate adjustment to market risk and the appropriate adjustment to asset-specific risk factors.

Deferred tax assets

Deferred tax assets are recognised for all deductible temporary differences, unutilised tax losses and unabsorbed capital allowances to the extent that it is probable that taxable profits will be available against which all the deductible temporary differences, unutilised tax losses and unabsorbed capital allowances can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with future tax planning strategies.

Assumptions about generation of future taxable profits depend on management's estimates of future cash flows. These depend on estimates of future production and sales volume, operating costs, capital expenditure, dividends and other capital management transactions. Judgement is also required about application of income tax legislation. These judgements and assumptions are subject to risks and uncertainty, hence there is a possibility that changes in circumstances will alter expectations, which may impact the amount of deferred tax assets recognised in the statements of financial position and the amount of unrecognised tax losses and unrecognised temporary differences.

Revenue from contracts with customers

Revenue is recognised when or as the control of the asset is transferred to our customers and, depending on the terms of the contract and the applicable laws governing the contract, control of the asset may transfer over time or at a point in time. If control of the asset transfers over time, revenue is recognised over the period of the contract by reference to the progress, based on the stage of completion method. The stage of completion is measured using the input method, which is based on the physical proportion of contract work-to-date over the estimated total contract cost.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

2. BASIS OF PREPARATION (CONT'D)

2.6 The Use of Estimates and Judgements (cont'd)

2.6.1 Key Sources of Estimation Uncertainty (cont'd)

Revenue from contracts with customers (cont'd)

Significant judgement is required in determining the progress based on the certified work-to-date corroborated by the level of completion of the construction based on actual costs incurred to date over the estimated total construction costs. The total estimated costs are based on approved budgets, which require assessments and judgements to be made on changes in, for example, work scope, changes in costs and costs to completion. In making these judgements, management relies on past experience and the work of specialists. A change in the estimate will directly affect the revenue to be recognised.

3. PROPERTY, PLANT AND EQUIPMENT

Group	Right-of-use assets			Furniture, fittings and office equipment	Total
	Office premises	Machinery	Renovation		
	RM	RM	RM	RM	RM
Cost					
At 1 January 2023	257,159	1,283,515	340,793	455,600	2,337,067
Additions	-	-	-	4,055	4,055
Disposals	-	(599)	-	(34,057)	(34,656)
Expiration of lease contract	(257,159)	-	-	-	(257,159)
Written off	-	(1,282,916)	(324,748)	(390,647)	(1,998,311)
At 31 December 2023	-	-	16,045	34,951	50,996
Additions	-	-	-	4,159	4,159
Disposals	-	-	-	(5,717)	(5,717)
Written off	-	-	(16,045)	-	(16,045)
At 31 December 2024	-	-	-	33,393	33,393

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

3. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

	Right-of-use assets			Furniture, fittings and office equipment	Total
	Office premises	Machinery	Renovation		
Group (cont'd)	RM	RM	RM	RM	RM
Accumulated depreciation					
At 1 January 2023	85,719	792,526	216,260	283,080	1,377,585
Charge for the financial year	171,440	34,763	34,080	52,008	292,291
Reclassification	-	-	(58,164)	58,164	-
Disposals	-	(419)	-	(11,563)	(11,982)
Expiration of lease contract	(257,159)	-	-	-	(257,159)
Written off	-	(826,870)	(186,576)	(360,849)	(1,374,295)
At 31 December 2023	-	-	5,600	20,840	26,440
Charge for the financial year	-	-	-	4,563	4,563
Disposals	-	-	-	(4,574)	(4,574)
Written off	-	-	(5,600)	-	(5,600)
At 31 December 2024	-	-	-	20,829	20,829
Accumulated impairment losses					
At 1 January 2023	-	446,492	-	-	446,492
Written off	-	(446,492)	-	-	(446,492)
At 31 December 2023/31 December 2024	-	-	-	-	-
Net carrying amount					
At 31 December 2024	-	-	-	12,564	12,564
At 31 December 2023	-	-	10,445	14,111	24,556

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

3. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

	Right-of-use assets			Furniture, fittings and office equipment	
	<u>Office premises</u>	<u>Machinery</u>	<u>Renovation</u>	<u>equipment</u>	<u>Total</u>
	RM	RM	RM	RM	RM
Company					
Cost					
At 1 January 2023	257,159	599	16,045	63,741	337,544
Additions	-	-	-	4,055	4,055
Disposals	-	(599)	-	(34,057)	(34,656)
Expiration of lease contract	(257,159)	-	-	-	(257,159)
At 31 December 2023	-	-	16,045	33,739	49,784
Additions	-	-	-	4,159	4,159
Disposals	-	-	-	(5,717)	(5,717)
Written off	-	-	(16,045)	-	(16,045)
At 31 December 2024	-	-	-	32,181	32,181
Accumulated depreciation					
At 1 January 2023	85,719	310	3,995	20,150	110,174
Charge for the financial year	171,440	109	1,605	11,041	184,195
Disposals	-	(419)	-	(11,563)	(11,982)
Expiration of lease contract	(257,159)	-	-	-	(257,159)
At 31 December 2023	-	-	5,600	19,628	25,228
Charge for the financial year	-	-	-	4,563	4,563
Disposals	-	-	-	(4,574)	(4,574)
Written off	-	-	(5,600)	-	(5,600)
At 31 December 2024	-	-	-	19,617	19,617
Net carrying amount					
At 31 December 2024	-	-	-	12,564	12,564
At 31 December 2023	-	-	10,445	14,111	24,556

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

3. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

Material accounting policy information

All property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses, if any.

Depreciation is recognised on the straight-line method in order to write off the cost of each asset over its estimated useful life. Property, plant and equipment are depreciated based on the estimated useful life of the assets as follows:-

Office premises	2 years
Machinery	5 to 10 years
Renovation	5 to 50 years
Furniture, fittings and office equipment	5 to 10 years

The Group and the Company have elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less. The Group and the Company recognise the lease payments associated with these leases as expenses on a straight-line basis over the lease term.

4. INVESTMENT IN SUBSIDIARIES

	Company	
	<u>2024</u> RM	<u>2023</u> RM
Unquoted shares, at cost	2,216,153	2,218,953
Less: Accumulated impairment losses		
At 1 January	(2,218,953)	(2,117,461)
Addition	-	(101,492)
Reversal due to written off	2,800	-
At 31 December	<u>(2,216,153)</u>	<u>(2,218,953)</u>
	<u>-</u>	<u>-</u>

In the prior financial year, an impairment loss of RM101,492 was recognised due to the recoverable amounts of the investment in subsidiaries is lower than their carrying amounts. The recoverable amount was determined based on fair value less costs to sell method. Fair value less costs to sell method are within Level 3 of the fair value hierarchy.

The reversal of impairment losses of RM2,800 (2023: RMNil) was due to the subsidiary had been struck off during the financial year.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

4. INVESTMENT IN SUBSIDIARIES (CONT'D)

Details of the Level 3 fair value method used in obtaining the recoverable amounts are as follows:-

Valuation method and key inputs	Significant unobservable inputs	Relationship of unobservable inputs and fair value
Adjusted net asset method which derives the fair value of an investee's equity by reference to the fair value of its assets and liabilities	Fair value of individual assets and liabilities	The higher the net assets, the higher the fair value

Details of the subsidiaries, all of which principal place of business in Malaysia, are as follows:-

Name of company	Effective equity interest		Principal activities
	<u>2024</u>	<u>2023</u>	
Direct subsidiaries			
AG3 Sdn. Bhd. (“AG3SB”)	100%	100%	Dormant.
Atilze Solutions Sdn. Bhd. (“ASSB”)	-	100%	Struck off.
Atilze Digital Sdn. Bhd. (“ADSB”)	100%	100%	Supplier of telecommunication solutions, services and products.
Atilze AI Sdn. Bhd. (“AAISB”)	100%	100%	Dormant.
G3 Technologies Sdn. Bhd. (“GTSB”)	100%	100%	Dormant.
G3 Healthcare Sdn. Bhd. (“GHSB”) (formerly known as Bestinet Healthcare Sdn. Bhd.)	51%	51%	Dormant.
Indirect subsidiary			
<u>Subsidiary of ADSB</u>			
Connected Mobility Technologies Sdn. Bhd. (“CMTSB”)	100%	100%	In the application of striking off.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

4. INVESTMENT IN SUBSIDIARIES (CONT'D)

Strike-off of subsidiaries

2024

- (a) On 5 August 2024, the Group had struck off its subsidiary, namely Atilze Solutions Sdn. Bhd. pursuant to Section 550 of Companies Act 2016.
- (b) On 7 November 2024, CMTSB had submitted a strike off application to the Companies Commission of Malaysia ("CCM"). As at the end of the financial year, the application was approved by the CCM and is pending on the publication in the Gazette by the Registrar of Companies pursuant to Section 551(3) of the Companies Act 2016.

There is no effect on the deconsolidation of ASSB on the financial position of the Group as at the date of deconsolidation.

Non-controlling interests in subsidiaries

The Group's subsidiaries that have material non-controlling interests ("NCI") are as follow:-

GHSB

2024

Percentage of ownership interest and voting interest (%)	49
Carrying amount of NCI (RM)	(2,143,614)
Loss allocated to NCI (RM)	<u>(1,767,397)</u>

2023

Percentage of ownership interest and voting interest (%)	49
Carrying amount of NCI (RM)	(376,217)
Loss allocated to NCI (RM)	<u>(264,141)</u>

The summary of financial information before intra-group elimination for the Group's subsidiary that has material non-controlling interests is as below:-

	<u>2024</u> RM	<u>2023</u> RM
GHSB		
Financial position as at 31 December		
Current assets	5,500,591	13,234,773
Current liabilities	<u>(9,828,497)</u>	<u>(13,955,746)</u>
Net liabilities	<u>(4,327,906)</u>	<u>(720,973)</u>

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

4. INVESTMENT IN SUBSIDIARIES (CONT'D)

Non-controlling interests in subsidiaries (cont'd)

The summary of financial information before intra-group elimination for the Group's subsidiary that has material non-controlling interests is as below (cont'd):-

	<u>2024</u> RM	<u>2023</u> RM
GHSB		
Summary of financial performance for the financial year ended 31 December		
Loss for the financial year/Total comprehensive loss	<u>(3,606,933)</u>	<u>(539,063)</u>
Summary of cash flows for the financial year ended 31 December		
Net cash inflow from operating activities	4,505,652	545,358
Net cash inflow from financing activities	<u>1,869</u>	<u>63,762</u>
Net cash inflow	<u>4,507,521</u>	<u>609,120</u>

Material accounting policy information

Investment in subsidiaries, which are eliminated on consolidation, are stated in the Company's statement of financial position at cost less any impairment losses.

5. INVENTORIES

	Group		Company	
	<u>2024</u> RM	<u>2023</u> RM	<u>2024</u> RM	<u>2023</u> RM
Trading goods	<u>-</u>	<u>3,523,313</u>	<u>-</u>	<u>-</u>
Recognised in profit or loss:-				
Inventories recognised in cost of sales	1,364,063	5,388,847	1,364,063	3,868,934
Inventories written down	-	3,163,699	-	569,792
Inventories written off	8,083,183	113,976	22,000	-
Reversal of inventories written down	<u>(4,559,870)</u>	<u>(290,037)</u>	<u>(22,000)</u>	<u>-</u>

The reversal of inventories written down was made and recognised in profit or loss when the related inventories were subsequently sold above their carrying amounts.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

5. INVENTORIES (CONT'D)

Material accounting policy information

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is calculated using the weighted average method.

The write-down, written off and reversal are included in cost of sales. The Group and the Company write down their obsolete or slow moving inventories based on assessments of their estimated net selling price. Inventories are written down when events or changes in circumstances indicate that the carrying amounts could not be recovered. Management specifically analyses sales trend and current economic trends when making this judgement to evaluate the adequacy of the write down for obsolete or slow moving inventories.

The reversal of inventories written down was made and recognised in profit or loss when the related inventories were subsequently used or were sold above their carrying amount.

6. TRADE RECEIVABLES

	Group		Company	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
Gross amount	41,209,280	8,947,153	41,087,501	7,287,910
Less: Impairment losses	<u>(873,303)</u>	<u>(705,981)</u>	<u>(751,803)</u>	<u>(584,481)</u>
Carrying amount	<u>40,335,977</u>	<u>8,241,172</u>	<u>40,335,698</u>	<u>6,703,429</u>

Trade receivables are non-interest bearing and credit terms are 90 days (2023: cash term to 90 days). They are recognised at their original invoice amounts which represent their fair values on initial recognition.

In the prior financial year, the Group's trade receivables included RM617,464 due from a company in which a Director has interests.

The movements of impairment losses during the financial year are as follows:-

	Group		Company	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
At 1 January	705,981	7,368,260	584,481	16,582
Charge for the financial year	167,322	635,399	167,322	567,899
Reversal due to collection	-	(7,273,258)	-	-
Written off	<u>-</u>	<u>(24,420)</u>	<u>-</u>	<u>-</u>
At 31 December	<u>873,303</u>	<u>705,981</u>	<u>751,803</u>	<u>584,481</u>

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

6. TRADE RECEIVABLES (CONT'D)

Material accounting policy information

Impairment for trade receivables that does not contain a significant financing component is recognised based on the simplified approach using the lifetime expected credit losses.

Lifetime expected credit losses refers to the expected credit losses that result from all possible default events over the expected life of the asset. The maximum period considered when estimating expected credit losses is the maximum contractual period over which the Group is exposed to credit risk.

The expected credit losses of the trade receivables are estimated using a provision matrix based on the historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the end of the reporting period, including time value of money where appropriate.

7. CONTRACT WITH CUSTOMERS

	Group		Company	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
Contract assets	20,438,169	49,154,615	20,438,169	49,154,615
Contract costs	<u>1,028,288</u>	<u>3,112,944</u>	<u>1,028,288</u>	<u>3,112,944</u>
Contract balances	<u>21,466,457</u>	<u>52,267,559</u>	<u>21,466,457</u>	<u>52,267,559</u>

Contract assets primarily relate to the rights to consideration for work completed on installation services but not yet billed at the reporting date. Typically, the amount will be billed based on the agreed billing term with customer.

Contract costs relate to the cost generate or enhance resources that will be used in satisfying performance obligation in the future.

Contract value yet to be recognised as revenue

As at the reporting date, revenue expected to be recognised in the future relating to performance obligations that are unsatisfied (or partially unsatisfied) of the Group and of the Company are RM6,459,344 (2023: RM63,464,793). The Group and the Company expect to recognise this revenue over the next 12 months (2023: 12 months).

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

7. CONTRACT WITH CUSTOMERS (CONT'D)

Significant changes to contract assets balance

	Group		Company	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
Decrease in revenue recognised in previous year arising from contract modification	<u>2,534,614</u>	<u>-</u>	<u>2,534,614</u>	<u>-</u>

8. OTHER RECEIVABLES

	Group		Company	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
Non-trade receivables	9,514,336	18,024,426	3,586,716	3,587,638
Less: Impairment losses				
At 1 January	(6,360,056)	(6,248,592)	(3,585,296)	(3,585,296)
Charge for the financial year	(3,152,401)	(139,252)	-	-
Reversal due to collection	-	27,788	-	-
At 31 December	<u>(9,512,457)</u>	<u>(6,360,056)</u>	<u>(3,585,296)</u>	<u>(3,585,296)</u>
Carrying amount	1,879	11,664,370	1,420	2,342
Refundable deposits	241,156	277,722	241,156	277,722
Prepayments	434,625	1,219,283	434,625	1,217,876
GST recoverable	<u>-</u>	<u>5,331</u>	<u>-</u>	<u>-</u>
	<u>677,660</u>	<u>13,166,706</u>	<u>677,201</u>	<u>1,497,940</u>

Material accounting policy information

Impairment for other receivables is recognised based on the general approach using the forward-looking expected credit loss model. The methodology used to determine the amount of the impairment is based on whether there has been a significant increase in credit risk since initial recognition of the financial asset.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

8. OTHER RECEIVABLES (CONT'D)

Material accounting policy information (cont'd)

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit loss, the Group and the Company consider reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the historical experience and informed credit assessment and including forward-looking information, where available.

For those in which the credit risk has not increased significantly since initial recognition of the financial asset, twelve-month expected credit losses along with gross interest income are recognised. For those in which credit risk has increased significantly, lifetime expected credit losses along with the gross interest income are recognised. For those that are determined to be credit impaired, lifetime expected credit losses along with interest income on a net basis are recognised.

Lifetime expected credit losses refers to the expected credit losses that result from all possible default events over the expected life of the asset. The maximum period considered when estimating expected credit losses is the maximum contractual period over which the Group or the Company is exposed to credit risk.

9. AMOUNT DUE FROM SUBSIDIARIES

	Company	
	<u>2024</u> RM	<u>2023</u> RM
<u>Amount due from subsidiaries:-</u>		
Gross amount	50,563,501	50,185,459
Less: Impairment losses		
At 1 January	(50,168,260)	(40,964,531)
Charge for the financial year	(417,727)	(9,203,729)
Reversal due to collection	22,486	-
At 31 December	<u>(50,563,501)</u>	<u>(50,168,260)</u>
Carrying amount	<u>-</u>	<u>17,199</u>

The amount due from subsidiaries is non-trade in nature, unsecured, non-interest bearing and repayable on demand, except for the amount of RM9,205,598 (2023: RM8,697,569) which bears interest at the rate of 3.50% (2023: 3.50%) per annum.

Material accounting policy information

Impairment for amount due from subsidiaries is recognised based on the general approach using the forward-looking expected credit loss model. The methodology used to determine the amount of the impairment is based on whether there has been a significant increase in credit risk since initial recognition of the financial asset.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

9. AMOUNT DUE FROM SUBSIDIARIES (CONT'D)

Material accounting policy information (cont'd)

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit loss, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the historical experience and informed credit assessment and including forward-looking information, where available.

For those in which the credit risk has not increased significantly since initial recognition of the financial asset, twelve-month expected credit losses along with gross interest income are recognised. For those in which credit risk has increased significantly, lifetime expected credit losses along with the gross interest income are recognised. For those that are determined to be credit impaired, lifetime expected credit losses along with interest income on a net basis are recognised.

Lifetime expected credit losses refer to the expected credit losses that result from all possible default events over the expected life of the asset. The maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

10. CASH AND BANK BALANCES AND DEPOSIT WITH A LICENSED BANK

The fixed deposit with a licensed bank has been pledged to a bank for bank guarantee facility granted to the Company.

The effective interest rate of the fixed deposit with a licensed bank is 2.91% (2023: 2.65%) per annum.

11. SHARE CAPITAL

	Group and Company		Amount	
	Number of ordinary shares 2024 Units	2023 Units	2024 RM	2023 RM
Issued and fully paid with no par value:-				
At 1 January	3,773,579,548	2,902,753,548	127,518,316	108,580,869
Issuance of ordinary shares pursuant to private placement	-	870,826,000	-	19,506,502
Share issuance expenses	-	-	-	(569,055)
At 31 December	<u>3,773,579,548</u>	<u>3,773,579,548</u>	<u>127,518,316</u>	<u>127,518,316</u>

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

11. SHARE CAPITAL (CONT'D)

In the prior financial year, the Company had completed a private placement of 870,826,000 ordinary shares at issuance price of RM0.0224 per ordinary share.

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restrictions and rank equally with regard to the Company's residual assets.

12. TRADE PAYABLES

The trade payables are non-interest bearing and credit terms are generally ranged from 30 days to 90 days (2023: cash term to 90 days).

13. OTHER PAYABLES

	Group		Company	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
Non-trade payables	430,578	603,479	115,090	321,324
Accruals	8,536,562	16,272,363	8,461,370	16,202,179
Deposit received	1,730	1,730	-	-
Sales and services tax payable	<u>392,256</u>	<u>150,756</u>	<u>392,256</u>	<u>150,756</u>
	<u>9,361,126</u>	<u>17,028,328</u>	<u>8,968,716</u>	<u>16,674,259</u>

Included in Group's non-trade payables is an amount of RM149,848 (2023: RM113,653) due to companies in which Directors have interests. The amount is unsecured, non-interest bearing and repayable on demand.

14. PROVISION

	Group and Company	
	<u>2024</u>	<u>2023</u>
	RM	RM
Foreseeable loss:-		
Provisions made during the year/		
At 31 December	<u>476,879</u>	<u>-</u>

In the current financial year, the Company has recognised a provision for foreseeable loss on a project nearing to completion due to addition requirement requested by the customer. The cost needed to satisfy the customer's requirements are higher than the prices fixed when initially entering into the contract. As such, a provision is recognised for the expected costs required to fulfil the requirements in excess of the contracted revenue.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

15. REVENUE

Disaggregated revenue information

	Group		Company	
	<u>2024</u> RM	<u>2023</u> RM	<u>2024</u> RM	<u>2023</u> RM
<u>Recognised at a point in time in Malaysia:-</u>				
- Sales of ICT products and solutions	1,307,505	5,609,299	1,307,505	4,689,299
<u>Recognised over time in Malaysia:-</u>				
- Design, supply, installation and maintenance services	<u>57,534,199</u>	<u>68,554,940</u>	<u>57,534,199</u>	<u>68,554,940</u>
	<u>58,841,704</u>	<u>74,164,239</u>	<u>58,841,704</u>	<u>73,244,239</u>

Revenue from sales of ICT products and solutions

Revenue from sales of ICT products and solutions is recognised at a point in time when the control of the goods has been transferred or the services have been rendered to the customers, generally coincides with the delivery of goods by customers or services accepted by customers.

The revenue of the Company contains no elements of variable consideration or obligation for refund.

Revenue from design, supply, installation and maintenance services

Revenue from design, supply, installation and maintenance services is recognised over time as the project being constructed has no alternative use to the Group and the Company and it has an enforceable right to the payment for performance completed to date. The stage of completion is measured using input method, which is determined based on the project progress status certified by the project management officer.

16. FINANCE INCOME

	Group		Company	
	<u>2024</u> RM	<u>2023</u> RM	<u>2024</u> RM	<u>2023</u> RM
Interest income:-				
Fixed deposit	344,243	313,574	344,243	313,707
Cash at bank	72,718	64,391	72,695	64,093
Amount due from a subsidiary	-	-	318,828	395,450
	<u>416,961</u>	<u>377,965</u>	<u>735,766</u>	<u>773,250</u>

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

17. FINANCE COST

	Group		Company	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
Interest on lease liability	-	3,561	-	3,561
Others	11,712	-	-	-
	<u>11,712</u>	<u>3,561</u>	<u>-</u>	<u>3,561</u>

18. (LOSS)/PROFIT BEFORE TAX

(Loss)/Profit before tax has been determined after charging amongst others, the following:-

	Group		Company	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
Auditor's remuneration related to:				
Statutory audit				
- Grant Thornton Malaysia PLT	145,000	170,000	106,000	103,000
Assurance-related services				
- Grant Thornton Malaysia PLT	6,000	5,000	6,000	5,000
Other service				
- Local affiliate of Grant Thornton Malaysia PLT	18,500	20,500	5,000	5,000
Bad debts written off	5,331	-	15,524	-
Depreciation of right-of-use asset	-	171,440	-	171,440
Loss on disposal of property, plant and equipment	818	6,681	818	6,681
Property, plant and equipment written off	10,445	177,524	10,445	-
Realised loss on foreign exchange	-	2,509	-	-
Short-term leases paid	<u>85,000</u>	<u>90,116</u>	<u>85,000</u>	<u>90,116</u>

The total cash outflows for leases for the Group and the Company amounted to RM85,000 (2023: RM266,668).

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

19. TAX EXPENSE

	Group		Company	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
<u>Current tax:-</u>				
Current financial year	-	321	-	-
Under provision in prior financial year	28,818	-	28,339	-
Total expense	<u>28,818</u>	<u>321</u>	<u>28,339</u>	<u>-</u>

A reconciliation of tax expense applicable to (loss)/profit before tax at the statutory tax rate to tax expense at the effective tax rate of the Group and of the Company are as follows:-

	Group		Company	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
(Loss)/Profit before tax	<u>(20,928,894)</u>	<u>1,627,179</u>	<u>(14,118,633)</u>	<u>(10,859,355)</u>
Tax at Malaysian statutory tax rate of 24% (2023: 24%)	(5,022,935)	390,523	(3,388,472)	(2,606,245)
<u>Tax effects in respect of:-</u>				
Income not subject to tax	(6,000)	(8,995)	(6,000)	-
Expenses not deductible for tax purposes	2,836,535	366,633	203,192	2,324,965
Movement of deferred tax assets not recognised	2,192,400	(747,840)	3,191,280	281,280
Under provision of tax expense in prior financial year	<u>28,818</u>	<u>-</u>	<u>28,339</u>	<u>-</u>
	<u>28,818</u>	<u>321</u>	<u>28,339</u>	<u>-</u>

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

19. TAX EXPENSE (CONT'D)

The components of deferred tax (liabilities)/assets that are recognised during the financial year are as follows:

	<u>Property, plant and equipment</u> RM	<u>Unabsorbed capital allowance</u> RM	<u>Unutilised business losses</u> RM	<u>Total</u> RM
Group and Company				
At 1 January 2023	10,000	(8,000)	(2,000)	-
Recognised during the financial year	<u>(7,500)</u>	<u>7,200</u>	<u>300</u>	<u>-</u>
At 31 December 2023	2,500	(800)	(1,700)	-
Recognised during the financial year	<u>(300)</u>	<u>(1,400)</u>	<u>1,700</u>	<u>-</u>
At 31 December 2024	<u>2,200</u>	<u>(2,200)</u>	<u>-</u>	<u>-</u>

Unrecognised deferred tax assets

Deferred tax assets (at gross) that have not been recognised in respect of the following items:-

	<u>2024</u> RM	<u>2023</u> RM	<u>2024</u> RM	<u>2023</u> RM
	Group		Company	
Unutilised business losses	45,840,000	32,789,000	19,564,000	6,889,000
Unabsorbed capital allowances	1,772,000	1,773,000	9,000	10,000
Others	<u>1,885,000</u>	<u>5,800,000</u>	<u>1,777,000</u>	<u>1,154,000</u>
	<u>49,497,000</u>	<u>40,362,000</u>	<u>21,350,000</u>	<u>8,053,000</u>

Deferred tax assets have not been recognised in respect of these items as the Group and the Company may not have sufficient future taxable profits to be used to offset.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

19. TAX EXPENSE (CONT'D)

Unrecognised deferred tax assets (cont'd)

Unutilised business losses for which no deferred tax asset is recognised will be expired as follows:-

	Group		Company	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
Year of assessment:-				
2028	12,672,000	12,732,000	-	-
2029	6,749,000	6,749,000	-	-
2030	4,783,000	4,783,000	-	-
2031	3,985,000	3,985,000	3,779,000	3,779,000
2032	3,221,000	3,221,000	3,110,000	3,110,000
2033	1,319,000	1,319,000	-	-
2034	<u>13,111,000</u>	<u>-</u>	<u>12,675,000</u>	<u>-</u>
	<u>45,840,000</u>	<u>32,789,000</u>	<u>19,564,000</u>	<u>6,889,000</u>

20. (LOSS)/EARNINGS PER SHARE

Basic/Diluted (loss)/earnings per ordinary share

Basic (loss)/earnings per share is calculated by dividing the (loss)/profit attributable to owners of the Company by the weighted average number of ordinary shares outstanding during the financial year calculated as follows:-

	Group	
	<u>2024</u>	<u>2023</u>
(Loss)/Profit attributable to owners of the Company (RM)	<u>(19,190,315)</u>	<u>1,890,999</u>
Weighted average number of ordinary shares (unit)	<u>3,773,579,548</u>	<u>3,461,036,518</u>
Basic (loss)/earnings per share (sen)	<u>(0.51)</u>	<u>0.05</u>

Diluted (loss)/earnings per share is the same as basic (loss)/earnings per share as there is no potentially dilutive ordinary shares outstanding as at the reporting date.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

21. EMPLOYEE BENEFITS EXPENSE

	Group		Company	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
Salaries and other emoluments	1,952,283	2,141,773	1,868,283	2,007,677
Defined contribution plans	146,136	168,667	142,776	158,859
Social security contribution	8,301	10,852	7,558	9,158
Directors' fee	277,500	261,875	277,500	261,875
	<u>2,384,220</u>	<u>2,583,167</u>	<u>2,296,117</u>	<u>2,437,569</u>

Included in the staff costs of the Group and of the Company are Directors' remuneration as shown below:-

	Group and Company	
	<u>2024</u>	<u>2023</u>
	RM	RM
Executive Directors of the Company:		
- Salaries and other emoluments	1,099,588	960,216
- Defined contribution plans	60,801	43,200
- Social security contribution	1,915	1,486
	<u>1,162,304</u>	<u>1,004,902</u>
Non-executive Directors of the Company:		
- Salaries and other emoluments	61,000	54,000
- Directors' fee	277,500	261,875
	<u>338,500</u>	<u>315,875</u>
Total Directors' remuneration	<u>1,500,804</u>	<u>1,320,777</u>

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

22. RELATED PARTY DISCLOSURES

(a) Related party transactions

	Group		Company	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
Payment on behalf by related party	-	63,762	-	-
Consultation fee charged by a related party	5,400	-	5,400	-
Rental charged by a related party	85,000	-	85,000	-
Interest charged to a subsidiary	-	-	318,828	395,450
Payment on behalf for subsidiaries	-	-	75,906	64,986

The Group and the Company undertake the above transactions on agreed terms and prices with its related parties in the normal course of business.

- (b) The outstanding balances arising from related party transactions at the reporting date are disclosed in Notes 6, 9 and 13 to the financial statements.
- (c) Key management personnel are defined as the person having authority and responsibility for planning, directing and controlling the activities of the Group and of the Company either directly or indirectly.

Key management includes all the Directors of the Company and certain members of senior management of the Group.

The remuneration of the Directors is disclosed in Note 21 to the financial statements.

The emoluments of other key management personnel are as follow:-

	Group and Company	
	<u>2024</u>	<u>2023</u>
	RM	RM
Salaries and other emoluments	334,034	297,202
Defined contribution plans	39,714	35,665
Social security contribution	4,161	1,158
	<u>377,909</u>	<u>334,025</u>

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

23. SEGMENTAL INFORMATION

Segmental information is presented in respect of the Group's business and geographical segments.

The business segments are based on the Group's management and internal reporting structure. Inter-segment pricing is determined based on negotiated terms.

Segment results and assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

For management purpose, the Group is organised into two business segments as follows:-

- | | |
|--|--|
| (i) Information, communications and technology ("ICT") | Supply of telecommunication solutions, services and related products. |
| (ii) Healthcare | Premier healthcare distributor for hospital equipment, pharmaceuticals and hospital consumables. |

23. SEGMENTAL INFORMATION (CONT'D)

Business segments

	Note	ICT RM	Healthcare RM	Total RM	Elimination RM	Total RM
Group						
2024						
Revenue:						
External sales		58,841,704	-	58,841,704	-	58,841,704
Results:						
Finance income		735,789	-	735,789	(318,828)	416,961
Finance cost		-	(330,540)	(330,540)	318,828	(11,712)
Depreciation of property, plant and equipment		4,563	-	4,563	-	4,563
Other non-cash (expenses)/income		(4,067,874)	(3,152,401)	(7,220,275)	360,645	(6,859,630)
Tax expense	A	(28,818)	-	(28,818)	-	(28,818)
Segment results	B	(18,417,690)	(3,276,393)	(21,694,083)	331,122	(21,362,961)
Assets:						
Segment assets	C	76,936,121	5,118,046	82,054,167	40	82,054,207
Additions to non-current assets	D	4,159	-	4,159	-	4,159
Liabilities:						
Segment liabilities	E	85,225,412	9,828,497	95,053,909	(52,718,104)	42,335,805

23. SEGMENTAL INFORMATION (CONT'D)

Business segments

	Note	ICT RM	Healthcare RM	Total RM	Elimination RM	Total RM
Group 2023						
Revenue:						
External sales		74,164,239	-	74,164,239	-	74,164,239
Results:						
Finance income		773,415	-	773,415	(395,450)	377,965
Finance cost		(3,561)	(395,450)	(399,011)	395,450	(3,561)
Depreciation of property, plant and equipment		292,291	-	292,291	-	292,291
Other non-cash (expenses)/income		(5,834,777)	(13,500)	(5,848,277)	9,203,729	3,355,452
Tax expense	A	(321)	-	(321)	-	(321)
Segment results	B	(7,909,154)	(143,613)	(8,052,767)	9,305,221	1,252,454
Assets:						
Segment assets	C	94,014,953	12,852,228	106,867,181	(28,116)	106,839,065
Additions to non-current assets	D	4,055	-	4,055	-	4,055
Liabilities:						
Segment liabilities	E	84,622,139	13,955,746	98,577,885	(52,415,138)	46,162,747

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

23. SEGMENTAL INFORMATION (CONT'D)

Business segments (cont'd)

Notes to the nature of adjustment and eliminations arrive at amount reported in the consolidated financial statement.

- A. Other major non-cash income/(expenses) consist of the following items are presented in the respective notes to the financial statements:-

	Group	
	<u>2024</u> RM	<u>2023</u> RM
Bad debts written off	(5,331)	-
Impairment (loss)/gain on financial assets	(3,319,723)	6,526,395
Inventories written down	-	(3,163,699)
Inventories written off	(8,083,183)	(113,976)
Loss on disposal of property, plant and equipment	(818)	(6,681)
Property, plant and equipment written off	(10,445)	(177,524)
Reversal of inventories written down	4,559,870	290,937
	<u>(6,859,630)</u>	<u>3,355,452</u>

- B. The following items are added to/(deducted from) segment (loss)/profit to arrive at “(loss)/profit after tax” presented in the consolidated statements of profit or loss:-

	Group	
	<u>2024</u> RM	<u>2023</u> RM
Segment (loss)/profit	(21,362,961)	1,252,454
Finance income	416,961	377,965
Finance cost	(11,712)	(3,561)
	<u>(20,957,712)</u>	<u>1,626,858</u>

- C. The following items are added to segment assets to arrive at total assets reported in the consolidated statements of financial positions:-

	Group	
	<u>2024</u> RM	<u>2023</u> RM
Segment assets	82,054,207	106,839,065
Tax recoverable	387,830	387,626
	<u>82,442,037</u>	<u>107,226,691</u>

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

23. SEGMENTAL INFORMATION (CONT'D)

Business segments (cont'd)

D. Additions to non-current assets other than financial instruments consist of:-

	Group	
	<u>2024</u> RM	<u>2023</u> RM
Property, plant and equipment	4,159	4,055

E. The following items are added to segment liabilities to arrive at total liabilities reported in the consolidated statements of financial position:-

	Group	
	<u>2024</u> RM	<u>2023</u> RM
Segment liabilities	42,335,805	46,162,747

Geographical segments

No geographical information is presented as the Group is wholly operated in Malaysia.

Information about major customers

The following is the major customer with revenue equal or more than 10% of the Group's revenue in the current financial year:-

	Segment	RM	%
2024			
Customer A	ICT	<u>57,534,199</u>	<u>98</u>
2023			
Customer A	ICT	<u>68,554,940</u>	<u>92</u>

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

24. FINANCIAL INSTRUMENTS

24.1 Categories of Financial Instruments

The table below provides an analysis of financial instruments categorised as financial assets and financial liabilities at amortised costs.

	<u>2024</u> RM	<u>2023</u> RM
Group		
<u>Financial assets</u>		
Trade receivables	40,335,977	8,241,172
Other receivables	243,035	11,942,092
Cash and bank balances and deposit with a licensed bank	<u>19,561,549</u>	<u>29,615,759</u>
	<u>60,140,561</u>	<u>49,799,023</u>
<u>Financial liabilities</u>		
Trade payables	32,497,800	29,134,419
Other payables	<u>8,968,870</u>	<u>16,877,572</u>
	<u>41,466,670</u>	<u>46,011,991</u>
Company		
<u>Financial assets</u>		
Trade receivables	40,335,698	6,703,429
Other receivables	242,576	280,064
Amount due from subsidiaries	-	17,199
Cash and bank balances and deposit with a licensed bank	<u>13,506,685</u>	<u>29,000,002</u>
	<u>54,084,959</u>	<u>36,000,694</u>
<u>Financial liabilities</u>		
Trade payables	32,381,321	24,517,765
Other payables	<u>8,576,460</u>	<u>16,523,503</u>
	<u>40,957,781</u>	<u>41,041,268</u>

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

24. FINANCIAL INSTRUMENTS (CONT'D)

24.2 Financial Risk Management

The Group and the Company are exposed to financial risks arising from their operations and the use of financial instruments. Financial risk management policies are established to ensure that adequate resources are available for the development of the Group's and of the Company's business whilst managing their risks. The Group and the Company operate within clearly defined policies and procedures that are approved by the Board of Directors to ensure the effectiveness of the risk management process.

The main areas of financial risks faced by the Group and the Company and the policies in respect of the major areas of treasury activity are set out as follows:-

(a) Credit Risk

Credit risk is the risk of a financial loss to the Group and the Company if a customer or counterparty to a financial instrument fails to meet their contractual obligations.

The Group's and the Company's exposure to credit risk is monitored on an ongoing basis. The credit risk is controlled by monitoring procedures. An internal credit review is conducted if the credit risk is material. The Group and the Company do not require collateral in respect of financial assets.

The areas where the Group and the Company are exposed to credit risk are as follows:-

Trade receivables and contract assets

Receivables are monitored on an ongoing basis to mitigate risk of bad debts. The Group's and the Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry in which customers operate.

The management has established a credit policy under which each new customer is analysed individually for creditworthiness before the Group's and the Company's standard payment and delivery terms and conditions are offered. Credit limits are established for each customer and reviewed quarterly. Any credit exceeding those limits require approval from the management.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

24. FINANCIAL INSTRUMENTS (CONT'D)

24.2 Financial Risk Management (cont'd)

(a) Credit Risk (cont'd)

The areas where the Group and the Company are exposed to credit risk are as follows (cont'd):-

Trade receivables and contract assets (cont'd)

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rates are based on days past due for groupings of various customer segments with similar loss patterns (i.e., by geographical region, product type, customer type and rating). The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions. For instance, if forecast economic conditions (i.e., gross domestic product) are expected to deteriorate over the next year which can lead to an increased number of defaults in the Group's relevant sectors, the historical default rates are adjusted. Generally, trade receivables which are past due 90 days will be considered as credit impaired unless the Group and the Company have reasonable and supportable information to demonstrate that a more lagging default criteria is more appropriate. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 6 and Note 7. The Group does not hold collateral as security.

Recognition and measurement of impairment loss

Set out below is the information about the credit risk exposure and ECLs on the Group's and the Company's trade receivables and contract assets:-

	Gross carrying <u>amount</u> RM	Loss allowance <u>Collective</u> <u>Individual</u> RM RM		Net carrying <u>amount</u> RM
Group				
2024				
<u>Trade receivables</u>				
Current (Not past due)	40,019,535	(183,630)	-	39,835,905
1-30 days past due	491,317	-	-	491,317
More than 120 days past due	698,428	(274)	(689,399)	8,755
	<u>41,209,280</u>	<u>(183,904)</u>	<u>(689,399)</u>	<u>40,335,977</u>
<u>Contract assets</u>				
Current (Not past due)	<u>20,438,169</u>	<u>-</u>	<u>-</u>	<u>20,438,169</u>

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

24. FINANCIAL INSTRUMENTS (CONT'D)

24.2 Financial Risk Management (cont'd)

(a) Credit Risk (cont'd)

The areas where the Group and the Company are exposed to credit risk are as follows (cont'd):-

Trade receivables and contract assets (cont'd)

Recognition and measurement of impairment loss (cont'd)

Set out below is the information about the credit risk exposure and ECLs on the Group's and the Company's trade receivables and contract assets (cont'd):-

	Gross carrying amount RM	Loss allowance Collective RM	Individual RM	Net carrying amount RM
Group				
2023				
Current (Not past due)	6,241,257	-	-	6,241,257
1-30 days past due	470,004	(16,300)	-	453,704
More than 120 days past due	2,235,892	(282)	(689,399)	1,546,211
	<u>8,947,153</u>	<u>(16,582)</u>	<u>(689,399)</u>	<u>8,241,172</u>
<u>Contract assets</u>				
Current (Not past due)	<u>49,154,615</u>	-	-	<u>49,154,615</u>
Company				
2024				
Current (Not past due)	40,019,535	(183,630)	-	39,835,905
1-30 days past due	491,317	-	-	491,317
More than 120 days past due	576,649	(274)	(567,899)	8,476
	<u>41,087,501</u>	<u>(183,904)</u>	<u>(567,899)</u>	<u>40,335,698</u>
<u>Contract assets</u>				
Current (Not past due)	<u>20,438,169</u>	-	-	<u>20,438,169</u>
Company				
2023				
Current (Not past due)	6,241,257	-	-	6,241,257
1-30 days past due	470,004	(16,300)	-	453,704
More than 120 days past due	576,649	(282)	(567,899)	8,468
	<u>7,287,910</u>	<u>(16,582)</u>	<u>(567,899)</u>	<u>6,703,429</u>
<u>Contract assets</u>				
Current (Not past due)	<u>49,154,615</u>	-	-	<u>49,154,615</u>

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

24. FINANCIAL INSTRUMENTS (CONT'D)

24.2 Financial Risk Management (cont'd)

(a) Credit Risk (cont'd)

The areas where the Group and the Company are exposed to credit risk are as follows (cont'd):-

Trade receivables and contract assets (cont'd)

Recognition and measurement of impairment loss (cont'd)

Concentration of Credit Risk

Concentration of credit risk exists when changes in economic, industry and geographical factors similarly affect the group of counterparties whose aggregate credit exposure is significant in relation to the Group's and the Company's total credit exposure. The Group's and the Company's portfolio of financial instrument is broadly diversified along geographical lines and transactions are entered into with diverse creditworthy counterparties, thereby mitigate any significant concentration of credit risk.

The Group and the Company determine concentration of credit risk by comparing the amount due from each individual customer against the total trade receivables and contract assets.

The credit risk concentration profile of the Group's and the Company's trade receivables and contract assets at the reporting date is as follows:-

	<u>2024</u> RM	<u>2024</u> %	<u>2023</u> RM	<u>2023</u> %
Group				
<u>Trade receivables</u>				
Top 1 customer (2023: 2 customers)	<u>40,510,851</u>	<u>98</u>	<u>7,334,711</u>	<u>82</u>
<u>Contract assets</u>				
Top 1 customer (2023: 1 customer)	<u>20,438,169</u>	<u>100</u>	<u>49,154,615</u>	<u>100</u>
Company				
<u>Trade receivables</u>				
Top 1 customer (2023: 1 customer)	<u>40,510,851</u>	<u>99</u>	<u>6,414,711</u>	<u>96</u>
<u>Contract assets</u>				
Top 1 customer (2023: 1 customer)	<u>20,438,169</u>	<u>100</u>	<u>49,154,615</u>	<u>100</u>

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

24. FINANCIAL INSTRUMENTS (CONT'D)

24.2 Financial Risk Management (cont'd)

(a) Credit Risk (cont'd)

The areas where the Group and the Company are exposed to credit risk are as follows (cont'd):-

Other receivables

Expected credit losses (“ECL”) are measured as an allowance equal to 12-month ECL for stage 1 financial assets, or lifetime ECL for stage 2 or stage 3 financial assets. A financial asset moves to stage 2 when its credit risk has increased significantly since initial recognition. In assessing whether the credit risk of a financial asset has significantly increased, the Group and the Company take into account qualitative and quantitative reasonable and supportable forward-looking information.

As at the reporting date, the management is of the opinion that all necessary impairment that is required has been provided for.

In respect of other receivables, 97% (2023: 92%) of the Group's other receivables were due from 3 (2023: 2) major debtors.

Intercompanies balances

The Company provides advances to its subsidiaries. The Company monitors the results of the subsidiaries regularly.

The maximum exposure to credit risk is represented by its carrying amount in the Company's statement of financial position.

Generally, the Company considers loans and advances to its subsidiaries having low credit risk. The Company assumes that there is a significant increase in credit risk when a subsidiary's financial position deteriorates significantly. As the Company is able to determine the timing of payments of the subsidiaries' loans and advances when they are payable, the Company considers the loans and advances to be in default when the subsidiaries are not able to pay when demanded. The Company considers a subsidiary's loan or advance to be credit impaired when:

- The subsidiary is unlikely to repay its loan or advance to the Company in full; or
- The subsidiary is continuously loss-making and is having a deficit shareholders' fund.

The Company determines the probability of default for these loans and advances individually using internal information available. The Company has recognised loss allowance equal to lifetime ECLs on the amount due from subsidiaries as it anticipates that there is a significant increase in credit risk of which the subsidiaries' financial position deteriorates significantly.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

24. FINANCIAL INSTRUMENTS (CONT'D)

24.2 Financial Risk Management (cont'd)

(a) Credit Risk (cont'd)

The areas where the Group and the Company are exposed to credit risk are as follows (cont'd):-

Cash and bank balances and deposit with a licensed bank

The credit risk for cash and bank balances and deposit with a licensed bank is considered negligible, since the counterparties are reputable banks with high quality external credit ratings.

(b) Liquidity Risk

Liquidity risk is the risk that the Group and the Company will not be able to meet its financial obligations as and when they fall due, due to shortage of funds.

In managing its exposures to liquidity risk arises principally from its various payables, the Group and the Company maintain a level of cash and cash equivalents and bank facilities deemed adequate by the management to ensure, as far as possible, that it will have sufficient liquidity to meet their liabilities when they fall due.

The Group and the Company aim at maintaining a balance of sufficient cash and deposits and flexibility in funding by keeping diverse sources of committed and uncommitted credit facilities from various banks.

The summary of the maturity profile based on the contractual undiscounted repayment obligations are as below:-

	← Contractual cash flows →			
	Carrying amount RM	Total RM	Current Within 1 year RM	Non- current 2 to 5 years RM
2024				
Group				
<u>Non-derivative financial liabilities</u>				
Trade payables	32,497,800	32,497,800	32,497,800	-
Other payables	<u>8,968,870</u>	<u>8,968,870</u>	<u>8,968,870</u>	<u>-</u>
	<u>41,466,670</u>	<u>41,466,670</u>	<u>41,466,670</u>	<u>-</u>

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

24. FINANCIAL INSTRUMENTS (CONT'D)

24.2 Financial Risk Management (cont'd)

(b) Liquidity Risk (cont'd)

The summary of the maturity profile based on the contractual undiscounted repayment obligations are as below (cont'd):-

	Carrying amount RM	Total RM	Contractual cash flows	
			Current Within 1 year RM	Non- current 2 to 5 years RM
2024 (cont'd)				
Company				
<u>Non-derivative financial liabilities</u>				
Trade payables	32,381,321	32,381,321	32,381,321	-
Other payables	8,576,460	8,576,460	8,576,460	-
	<u>40,957,781</u>	<u>40,957,781</u>	<u>40,957,781</u>	<u>-</u>
2023				
Group				
<u>Non-derivative financial liabilities</u>				
Trade payables	29,134,419	29,134,419	29,134,419	-
Other payables	16,877,572	16,877,572	16,877,572	-
	<u>46,011,991</u>	<u>46,011,991</u>	<u>46,011,991</u>	<u>-</u>
Company				
<u>Non-derivative financial liabilities</u>				
Trade payables	24,517,765	24,517,765	24,517,765	-
Other payables	16,523,503	16,523,503	16,523,503	-
	<u>41,041,268</u>	<u>41,041,268</u>	<u>41,041,268</u>	<u>-</u>

The above amounts reflect the contractual undiscounted cash flows, which may differ from the carrying values of the financial liabilities at the reporting date.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

24. FINANCIAL INSTRUMENTS (CONT'D)

24.2 Financial Risk Management (cont'd)

(c) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of the Group's and the Company's financial instruments will fluctuate because of changes in market interest rates.

The Group's and the Company's fixed rate instruments are exposed to a risk of change in their fair value due to changes in interest rates. The Group's and the Company's variable rate instruments are exposed to a risk of change in cash flows due to changes in interest rates.

The Group's and the Company's interest rate management objective is to manage the interest expenses consistent with maintaining an acceptable level of exposure to interest rate fluctuation. In order to achieve this objective, the Group and the Company target a mix of fixed and floating debt based on assessment of its existing exposure and desired interest rate profile.

The interest rate profile of the Group's and the Company's significant interest-bearing financial instruments, based on carrying amounts as at the reporting date are as follows:-

	Group		Company	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
Fixed rate instrument				
<u>Financial assets</u>				
Fixed deposit with a licensed bank	11,838,000	11,838,000	11,838,000	11,838,000
Amount due from a subsidiary	-	-	9,205,598	8,697,569
Net financial asset	<u>11,838,000</u>	<u>11,838,000</u>	<u>21,043,598</u>	<u>20,535,569</u>

Sensitivity Analysis for Fixed Rate Instruments

The Group and the Company do not account for any fixed rate financial liabilities at fair value through profit or loss, and the Group and the Company do not designate derivatives as hedging instruments under a fair value hedge accounting model. Therefore, a change in interest rates at the end of the reporting period would not affect profit or loss and equity.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

24. FINANCIAL INSTRUMENTS (CONT'D)

24.2 Financial Risk Management (cont'd)

(d) Foreign Currency Risk

The Group and the Company are exposed to foreign currency risk on purchases that are denominated in currencies other than the functional currencies of the Group and the Company. The currency giving rise to this risk is primarily United States Dollar ("USD").

Foreign currency denominated financial assets and liabilities which expose the Group and the Company to currency risk are disclosed below. The amount shown was reported to key management and translated into RM at the closing rate:-

	<u>USD</u> RM
2024	
Group	
<u>Financial liabilities</u>	
Trade payables	<u>(351,200)</u>
Net exposure	<u>(351,200)</u>
Company	
<u>Financial liability</u>	
Trade payables	<u>(351,200)</u>
Net exposure	<u>(351,200)</u>
2023	
Group	
<u>Financial liabilities</u>	
Trade payables	<u>(351,249)</u>
Net exposure	<u>(351,249)</u>
Company	
<u>Financial liability</u>	
Trade payables	<u>(351,200)</u>
Net exposure	<u>(351,200)</u>

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

24. FINANCIAL INSTRUMENTS (CONT'D)

24.2 Financial Risk Management (cont'd)

(d) Foreign Currency Risk (cont'd)

Sensitivity Analysis for Foreign Currency Risk

Below demonstrates the sensitivity to a reasonably possible change in the foreign currency exchange rates against RM, with all other variables held constant, of the Group's and the Company's profit and equity. A 1% (2023: 1%) strengthening of the RM against the following currencies at the end of the reporting period would have increased/(decreased) profit and equity by the amount shown below and a corresponding weakening would have an equal but opposite effect. This analysis is based on foreign currency exchange rate variances that the Group and the Company considered to be reasonably possible at the end of the reporting period.

	Group		Company	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
USD	<u>3,512</u>	<u>3,512</u>	<u>3,512</u>	<u>3,512</u>

24.3 Fair Value Measurement of Financial Instruments

The carrying amounts of financial assets and liabilities of the Group and of the Company at the reporting date approximate their fair values due to their short-term nature and insignificant impact of discounting.

24.4 Fair Value Hierarchy

No fair value hierarchy has been disclosed as the Group and the Company do not have any financial instruments measured at fair value.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

25. CAPITAL MANAGEMENT

The Group monitor their capital using a gearing ratio, based on total borrowings divided by total shareholders' funds. However, no calculation of gearing ratio has been presented as the Group does not have borrowings as at financial year ended 31 December 2024 and 31 December 2023.

The primary objective of the Group's capital management is to ensure that it maintains a strong credit and financially prudent capital ratios in order to support its current business as well as future expansion so as to maximise the shareholders' value.

The Group manages its capital structure and make adjustment to it, in light of changes in economic condition including the interest rate movements. To maintain and adjust capital structure, the Group may issue new shares or sell assets to reduce debts.

There were no changes in the Group's approach to capital management since the previous financial year.

26. EVENT AFTER THE REPORTING DATE

On 2 April 2025, the US government announced a reciprocal tariff on imported goods from all countries. The reciprocal tariff imposed a baseline of 10% tariff on all imports from countries worldwide effective 5 April 2025 whilst higher tariffs were imposed on specific countries whereby Malaysia was imposed a tariff rate of 24%, which will take effect from 9 April 2025. On 9 April 2025, the US government has announced that the higher tariffs imposed will be temporarily suspended for 90 days for all countries except China, though the 10% baseline tariff remains.

At this juncture, the management does not expect the reciprocal tariff to have a material impact on the Group's business operations or financial performance as the Group has no export to the US. However, the imposition of the reciprocal tariff by the US and retaliation tariffs by certain countries may lead to dysfunctional global trade environment such as supply chain disruptions, increase of operational costs and other global macroeconomic conditions such as rising inflation, higher unemployment rates, lower disposable income and etc. These put adverse implications on the global economy and may have a material adverse impact on the business and financial performance of businesses worldwide.

The management is aware that any future development to this event may have a direct or indirect implication to its business operations and will continue to monitor the situation closely and take appropriate and timely measures to address the potential implications that may arise from this reciprocal tariff.

ANALYSIS OF SHAREHOLDINGS

AS AT 8 APRIL 2025

- A. Total Number of issued shares : 3,773,579,548
 Class of Shares : Ordinary Shares
 Voting Rights : On a poll – One vote for one ordinary share

B. ANALYSIS OF SHAREHOLDINGS AS AT 8 APRIL 2025

Size of shareholdings	No. of shareholders	% of total shareholders	No. of shares	% of total number of issued shares
1 - 99	30	0.385	672	0.000 [^]
100 – 1,000	483	6.211	208,104	0.006
1,001- 10,000	1,769	22.747	11,385,673	0.302
10,001 - 100,000	3,843	49.415	163,592,599	4.335
100,001 – 188,678,976 *	1,651	21.229	3,276,192,800	86.819
188,678,977 and above **	1	0.013	322,199,700	8.538
Total	7,777	100.000	3,773,579,548	100.000

REMARK : * - Less than 5% of issued shares
 : ** - 5% and above of issued shares
 : ^ - negligible

C. SUBSTANTIAL SHAREHOLDERS AS AT 8 APRIL 2025

Name	Number of Shares Held			
	Direct	%	Deemed	%
Greenfield Hills Sdn Bhd	322,199,700	8.538	–	–
Dato' Sri Aminul Islam Bin Abdul Nor	115,637,000	3.064	517,888,900 ^(a)	13.724
Muhammad Qhailiz Norman Bin Aminul Islam	–	–	437,836,700 ^(b)	11.603

Notes:-

- (a) Deemed interested by virtue of his shareholdings in Dream Life Travels Sdn Bhd, Databliss Sdn Bhd and Instacloud Sdn Bhd pursuant to Section 8 of the Companies Act 2016; and through Greenfield Hills Sdn Bhd via his spouse Datin Rusilawati Binti Mohamed Yusoff and his son, Muhammad Qhailiz Norman Bin Aminul Islam.
- (b) Deemed interested by virtue of his shareholdings in Greenfield Hills Sdn Bhd pursuant to Section 8 of the Companies Act 2016; and by virtue of his family relationship with Dato' Sri Aminul Islam Bin Abdul Nor, his father.

ANALYSIS OF SHAREHOLDINGS (CONT'D)

D. DIRECTORS' SHAREHOLDINGS AS AT 8 APRIL 2025

Name	----- Number of Shares Held ----->			
	Direct	%	Deemed	%
Dato' Sri Alias Bin Ahmad	-	-	-	-
Dato' Sri Aminul Islam	-	-	-	-
Bin Abdul Nor	115,637,000	3.064	517,888,900 ^(a)	13.724
Al-Fazirul David Bin Abdullah	-	-	-	-
Kunal Tayal	-	-	-	-
Tuan Haji (Dr.) Salihin	-	-	-	-
Bin Abang	-	-	-	-
Vasanthi A/P Arumugam	-	-	-	-

Note:-

- (a) Deemed interested by virtue of his shareholdings in Dream Life Travels Sdn Bhd, Databliss Sdn Bhd and Instacloud Sdn Bhd pursuant to Section 8 of the Companies Act 2016; and through Greenfield Hills Sdn Bhd via his spouse Datin Rusilawati Binti Mohamed Yusoff and his son, Muhammad Qhailiz Norman Bin Aminul Islam.

LIST OF TOP 30 SHAREHOLDERS AS AT 8 APRIL 2025

NO.	SHAREHOLDER	SHARES	%
1.	KENANGA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR GREENFIELD HILLS SDN BHD	322,199,700	8.538
2.	ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR KHOR JAN YEOW (8083119)	180,000,000	4.770
3.	DATUK HAJI KHAN BIN MOHD AKRAM KHAN	180,000,000	4.770
4.	PM NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT - ECO ASIA VENTURES SDN BHD FOR CHAN YOK PENG	180,000,000	4.770
5.	ICE COMMERCIAL SERVICES MALAYSIA SDN BHD	168,674,800	4.470
6.	PHILLIP NOMINEES (TEMPATAN) SDN BHD OCTOWILL TRUSTEES BERHAD FOR PROVEN VENTURE CAPITAL PLT	144,643,000	3.833
7.	PM NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT - ECO ASIA VENTURES SDN BHD FOR LEE CHOON HOOI	141,429,000	3.748
8.	DEVAN A/L IYAVOO	139,763,000	3.704
9.	M & A NOMINEE (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR CHOW DAI YING (M&A)	113,143,000	2.998
10.	M & A NOMINEE (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR TAY SENG CHEW (PNG)	111,607,000	2.958
11.	AFFIN HWANG NOMINEES (TEMPATAN) SDN. BHD. KEJAYA KAYA SDN BHD FOR DOREEN DING YEK PING	100,022,000	2.651
12.	KENANGA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR DREAM LIFE TRAVELS SDN BHD (THIRD PARTY)	84,715,200	2.245

ANALYSIS OF SHAREHOLDINGS (CONT'D)

LIST OF TOP 30 SHAREHOLDERS AS AT 8 APRIL 2025 (CONT'D)

NO.	SHAREHOLDER	SHARES	%
13.	KENANGA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR STERLING AMBIENCE SDN BHD (THIRD PARTY)	84,000,000	2.226
14.	PM NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT - ECO ASIA VENTURES SDN BHD FOR SURESH KUMAR A/L NAGORUAN	80,000,000	2.120
15.	BYTECLOUD SDN BHD	79,882,800	2.117
16.	KEJAYA KAYA SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR AMINUL ISLAM BIN ABDUL NOR	74,237,000	1.967
17.	KENANGA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR DATABLISS SDN BHD (THIRD PARTY)	71,304,800	1.890
18.	PM NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT - ECO ASIA VENTURES SDN BHD FOR BASTIEN BIN ONN	70,000,000	1.855
19.	PM NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT - ECO ASIA VENTURES SDN BHD FOR SAIED MOHAMED BIN MOHAMED ARIF	68,849,300	1.825
20.	AFFIN HWANG NOMINEES (TEMPATAN) SDN. BHD. KEJAYA KAYA SDN. BHD. FOR JEFFERY DING CHOON YONG	63,661,000	1.687
21.	DATO' SRI AMINUL ISLAM BIN ABDUL NOR	41,400,000	1.097
22.	KENANGA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR MOHAMED FAROZ BIN MOHAMED JAKEL	40,000,000	1.060
23.	INSTACLOUD SDN BHD	39,669,200	1.051
24.	TAY GUAT ENG @ TAI GUAT ENG	22,321,000	0.592
25.	NG AH BAH @ NG SEE KAI	22,272,100	0.590
26.	MUTHUKUMAR A/L AYARPADDE	18,470,400	0.489
27.	NG AH BAH @ NG SEE KAI	16,500,000	0.437
28.	KENANGA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR EVEREGION SDN BHD	15,505,300	0.411
29.	WONG CHUM HING	15,010,000	0.398
30.	LAI POH MEI	14,500,000	0.384
TOTAL		2,703,779,600	71.651

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-Third ("23rd") Annual General Meeting ("AGM") of the Company will be held at Greens III Sports Wing, Tropicana Golf & Country Resort, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor Darul Ehsan on Wednesday, 25 June 2025 at 10.00 a.m. for the purpose of considering the following businesses:

AGENDA

AS ORDINARY BUSINESS:

- | | | |
|----|--|---|
| 1. | To receive the Audited Financial Statements of the Company for the financial year ended 31 December 2024 together with the Reports of the Directors and Auditors thereon. | <i>[Please refer to Explanatory Note 4 (i)]</i> |
| 2. | To approve the payment of Directors' fees and benefits amounting to RM420,000.00 for the financial year ending 31 December 2025. | Ordinary Resolution 1 |
| 3. | To re-elect Dato' Sri Alias Bin Ahmad Nor who retires by rotation pursuant to Clause 95 of the Company's Constitution and who being eligible offers himself for re-election. | Ordinary Resolution 2 |
| 4. | To re-elect Mr. Kunal Tayal who retires by rotation pursuant to Clause 95 of the Company's Constitution and who being eligible offers himself for re-election. | Ordinary Resolution 3 |
| 5. | To re-elect Encik Al-Fazirul David Bin Abdullah who retires pursuant to Clause 102 of the Company's Constitution and who being eligible offers himself for re-election. | Ordinary Resolution 4 |
| 6. | To re-appoint Grant Thornton Malaysia PLT as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration. | Ordinary Resolution 5 |

AS SPECIAL BUSINESS:

To consider and if thought fit, to pass with or without modifications the following resolution:-

- | | | |
|----|---|------------------------------|
| 7. | ORDINARY RESOLUTION
RENEWAL OF AUTHORITY FOR DIRECTORS TO ISSUE SHARES | Ordinary Resolution 6 |
|----|---|------------------------------|

"THAT, subject always to the Companies Act 2016 (the "Act"), the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"), any directives or modifications or reliefs issued by Bursa Securities from time to time in relation to the general mandate for issue of securities, and the approvals of the relevant governmental and/or regulatory authorities, where such approval is necessary, approval be and is hereby given to the Directors of the Company pursuant to Sections 75 and 76 of the Act to issue and allot shares in the Company from time to time at such price and upon such terms and conditions, for such purposes and to such person or persons as the Directors may in their absolute discretion deem fit or in pursuance of offers, agreements or options to be made or granted by the Directors while this approval is in force provided always that the total number of new shares issued pursuant to this resolution when aggregate with the number of new shares issued during the preceding twelve (12) months does not exceed ten percent (10%) of the total number of issued shares of the Company for the time being.

THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.

NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

THAT the Directors of the Company be and are hereby further authorised to make or grant offers, agreements or options which would or might require shares to be issued after the expiration of the approvals hereof.

AND THAT the Directors of the Company are also empowered to obtain the approval from Bursa Securities for the listing of and quotation for the additional shares so issued on Bursa Securities.

FURTHER THAT pursuant to Section 85 of the Act read together with Clause 57 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the existing shareholders of the Company to be offered with new shares ranking equally to the existing issued shares arising from the issuance and allotment of the new shares in the Company pursuant to Sections 75 and 76 of the Act, AND THAT the Board of Directors of the Company is exempted from the obligation to offer such new shares first to the existing shareholders of the Company."

ANY OTHER BUSINESS

8. To transact any other business of which due notices shall have been given.

By Order of the Board,

LIM LI HEONG (SSM Practising Certificate No. 202008001981) (MAICSA 7054716)

WONG MEE KIAT (SSM Practising Certificate No. 202008001958) (MAICSA 7058813)

Company Secretaries

30 April 2025

Notes:

1. PROXY

- (i) A member of a company entitled to attend and vote at a meeting of the Company shall be entitled to appoint any person as his/her proxy to attend and vote instead of the members at the meeting. There shall be no restriction as to the qualification of the proxy.
- (ii) A proxy appointed to attend and vote at a meeting of the Company shall have the same rights as the members to speak at the meeting. A member shall not appoint more than two (2) proxies to attend and vote at the same meeting. Where a member appoints two proxies to attend and vote at the same meeting, such appointment shall be invalid unless the member specifies the proportion of his shareholding to be represented by each proxy.
- (iii) Where a member of the Company is an exempt authorised nominee which hold ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("Omnibus Account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act") which is exempted from compliance with the provisions of subsection 25A(1) of the Central Depositories Act.
- (iv) The Form of Proxy or other instruments of appointment must be deposited at the office of the share registrar of the Company, Securities Services (Holdings) Sdn Bhd at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Malaysia or lodged electronically via SS e-Portal at <https://sshsb.net.my/> not later than twenty four (24) hours before the time appointed for the taking of the poll or any adjournment thereof. Kindly refer to the Procedures for Electronic Submission of Proxy Form in Appendix A.
- (v) If the appointor is a corporation, the Form of Proxy must be executed under its Common Seal or under the hand of an officer or attorney duly authorised.

NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

Notes: (Cont'd)

2. POLL VOTING

The resolutions as set out in the Notice of AGM are to be voted by poll pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

3. GENERAL MEETING RECORD OF DEPOSITORS

For purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with the Company's Constitution and Paragraph 7.16(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, to make available a Record of Depositors ("ROD") as at 18 June 2025. Only a member whose name appears on such ROD shall be entitled to attend, speak and vote at this meeting or appoint proxy(ies) to attend and/or speak and/or vote on his/her behalf.

4. EXPLANATORY NOTE ON ORDINARY BUSINESS:

(i) *Item 1 of the Agenda 1 – Audited Financial Statements for the financial year ended 31 December 2024.*

The Audited Financial Statements are laid pursuant to Section 340(1)(a) of the Companies Act 2016 for discussion only, shareholders' approval for the Audited Financial Statements is not required. Therefore, this Agenda item will not be put forward for voting.

(ii) *Ordinary Resolution 1 – Payment of Directors' fees and benefits for the financial year ending 31 December 2025*

The proposed Directors' fee and benefits had been reviewed by the Remuneration Committee and the Board of Directors of the Company, which recognise that the Directors' fees and benefits payable are reasonable and are in the best interest of the Company. The proposed Ordinary Resolution 1 is to facilitate payment of Directors' fees and benefits on current financial year basis, calculated based on the number of scheduled Board and Committee meetings for 2025 and assuming that all Directors will hold office until the end of the financial year. In the event the Directors' fees and benefits proposed are insufficient (e.g., due to more meetings or enlarged Board size), approval will be sought at the next Annual General Meeting ("AGM") for additional fees and benefits to meet the shortfall.

(iii) *Ordinary Resolutions 2 and 3 – Re-election of Directors pursuant to Clause 95 of the Company's Constitution*

Clause 95 of the Company's Constitution provides that an election of Directors shall take place each year at the AGM of the Company where one-third (1/3) of the Directors for the time being, or if their number is not three (3) or a multiple of three (3), then the number nearest to one-third (1/3) shall retire and be eligible for re-election provided that each Director must retire from office at least once in every three (3) years.

Both Dato' Sri Alias Bin Ahmad and Mr. Kunal Tayal shall retire by rotation, being eligible had offered themselves for re-election at this AGM. Their profile and interest in the securities of the Company are set out in the section of Directors' Profile in the Annual Report.

NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

Notes: (Cont'd)

4. EXPLANATORY NOTE ON ORDINARY BUSINESS: (CONT'D)

(iii) Ordinary Resolutions 2 and 3 – Re-election of Directors pursuant to Clause 95 of the Company's Constitution (Cont'd)

The Nomination Committee had assessed the performance of the above Directors based on the performance evaluation criteria which incorporated with the Directors' fit and proper criteria as set out in the Directors' Fit and Proper Policy of the Company. The Nomination Committee was satisfied with their performance in discharging the duties and responsibilities as Director and both meet the Directors' fit and proper criteria. The Board values the contributions that have been made by them in fostering the Group's business growth. The role of Dato' Sri Alias as an Independent Chairman is essential to lead the Board in achieving its business success. Mr Kunal Tayal as a Non-Independent Non-Executive Director has provided check and balance on the Board. He plays an active role in overseeing the corporate governance, financial performance and risk management of the Group.

Based on the above, the Board supported the Nomination Committee's recommendation that both Dato' Sri Alias Bin Ahmad and Mr. Kunal Tayal shall continue serving the Board. Hence, the Board seeks the shareholders to vote in favour of the two resolutions.

(iv) Ordinary Resolution 4 – Re-election of Director pursuant to Clause 102 of the Company's Constitution

Clause 102 of the Company's Constitution provides that a newly appointed Director shall hold office only until the next following AGM and shall then be eligible for re-election but shall not be taken into account in determining the Directors who are to retire by rotation at that AGM.

Encik Al-Fazirul David Bin Abdullah was appointed to the Board as Managing Director on 11 September 2024. Hence, he shall retire at this AGM pursuant to the provision of the Constitution, being eligible, he has offered himself to stand for re-election. The Nomination Committee had assessed his suitability, and fitness and properness during the recruitment and appointment process. As such, the Board seeks the shareholders to vote in favour of this resolution.

5. EXPLANATORY NOTES ON SPECIAL BUSINESS:

(i) Ordinary Resolution 6 – Renewal of Authority for Directors to issue shares

The proposed Ordinary Resolution 6, if passed, will give the Directors of the Company the flexibility to issue and allot shares up to an amount not exceeding ten per centum (10%) of the Company's total number of issued shares for the time being upon such terms and conditions and for such purposes and to such person or persons as the Directors of the Company in their absolute discretion consider to be in the best interest of the Company, without having to convene a separate general meeting so as to avoid incurring additional cost and time. The purpose of this general mandate sought will provide flexibility to the Company for any possible fund-raising activities including but not limited for further placement of shares for purpose of funding the Company's current and/or future investment projects, working capital, repayment of borrowings, acquisitions and/or for issuance of shares as settlement of purchase consideration, or for such purposes as the Board may deem fit and in the best interest of the Company. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company or at the expiration of the period within which the next AGM is required by law to be held, whichever is earlier.

This is the renewal of the general mandate obtained from the shareholders of the Company at the last AGM held on 27 June 2024.

NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

Notes: (Cont'd)

5. EXPLANATORY NOTES ON SPECIAL BUSINESS: (CONT'D)

(i) Ordinary Resolution 6 – Renewal of Authority for Directors to issue shares (Cont'd)

On 26 June 2024, the Company announced its proposal to undertake a private placement exercise of up to 377,357,000 new ordinary shares in G3 Global ("G3 Global Shares"), representing not more than ten per centum (10%) of the total number of the Company's issued shares to independent third-party investors pursuant to the shareholders' general mandate for issuance of shares under Sections 75 and 76 of the Companies Act 2016 obtained at the Company's AGM held on 22 June 2023. The Company has on 19 September 2024 obtained Bursa Securities' approval for the listing and quotation of up to 377,357,000 new G3 Global Shares to be issued pursuant to the Proposed Private Placement ("Private Placement 2024"). Pursuant to Paragraph 6.62(1) of the Listing Requirements, the Company must complete the implementation of the Private Placement 2024 within 6 months from the date on which the listing application is approved by Bursa Securities, i.e. by 18 March 2025. However, the Company has yet to implement the Private Placement 2024 within the stipulated timeline. Pursuant thereto, on the application of the Company, Bursa Securities on 28 March 2025 granted to the Company an extension of time of 6 months up to 18 September 2025 to complete the implementation of the Private Placement 2024.

As of the date of this Notice of Meeting, there are no new shares have been issued and allotted pursuant to the abovementioned Private Placement 2024 and the general mandate granted at the last AGM of the Company. The general mandate granted at the last AGM will lapse at the conclusion of this Twenty-Third AGM.

Shareholders are advised to take note that the approval given to the Directors under the proposed Ordinary Resolution 6 for the issuance and allotment of the new shares pursuant to Sections 75 and 76 of the Companies Act 2016 shall have the effect of the shareholders having agreed to waive and deemed to have waived their statutory pre-emptive rights pursuant to Section 85 of the Companies Act 2016 and Clause 57 of the Constitution of the Company and will allow the Directors of the Company to issue new shares of the Company which rank equally to existing issued shares of the Company, to any person without having to offer the new shares to all existing shareholders of the Company prior to issuance of new shares in the Company under the general mandate which this will result in a dilution to their shareholding percentage in the Company.

PERSONAL DATA POLICY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Annual General Meeting and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance list, minutes and other documents relating to the Annual General Meeting (including any adjournment thereof) and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"). (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

DIGITAL COPY OF ANNUAL REPORT 2024

Please be informed that the digital copy of the Annual Report 2024 of G3 Global Berhad is available for viewing / downloading from the Company's corporate website at www.g3global.com.my or you may scan the QR code below for the documents.



Shareholders may request for copies of the printed Annual Report 2024 at the Share Registrar's website, <https://www.sshsb.com.my/new/requestarep.aspx>, "Request Annual Report / Circular", key in "**G3 GLOBAL BERHAD**", complete and submit the online request form, or contact Ms. Magesh at telephone 03 - 8800 7000 or e-mail your request to contact@g3global.com.my. The printed copy of the Annual Report 2024 will be sent to you as soon as reasonably practicable upon the receipt of your request.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

(PURSUANT TO PARAGRAPH 8.27(2) OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD)

As at date of this Notice, there are no individuals who are standing for election as Directors, except the following existing Directors who retire and are standing for re-election at the forthcoming Annual General Meeting:

1. Dato' Sri Alias Bin Ahmad Nor
2. Mr. Kunal Tayal
3. Encik Al-Fazirul David Bin Abdullah

Their profiles and their interest in the securities of the Company are set out in the section of Directors' Profile of the Annual Report.

The Company will seek shareholders' approval on the general mandate for issue of securities in accordance with Paragraph 6.03(3) of the Listing Requirements of Bursa Malaysia Securities Berhad. Please refer to the proposed ordinary resolution 6 in the Notice of Annual General Meeting of the Company for details.



G3 GLOBAL BERHAD
Registration No. 200201002733 (570396-D)
(Incorporated in Malaysia)

FORM OF PROXY

Twenty-Third (23rd) Annual General Meeting

No. of Shares Held
CDS Account No.

I/We* NRIC/Passport/Company No.*
(Full name in block letters)

of
(full address)

with email address mobile phone no.
being member(s) of G3 Global Berhad, hereby appoint:

Full Name (in block letters)	NRIC/Passport No.*	Proportion of Shareholdings	
		No. of Shares	%
Address			
Email Address			
Mobile Phone No.			

and/or*

Full Name (in block letters)	NRIC/Passport No.*	Proportion of Shareholdings	
		No. of Shares	%
Address			
Email Address			
Mobile Phone No.			

or failing him/her, the Chairperson of the Meeting, as *my/our proxy/proxies to vote for *me/us and on *my/our behalf at the Twenty-Third (23rd) Annual General Meeting ("AGM") of the Company which is to be held Greens III Sports Wing, Tropicana Golf & Country Resort, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor Darul Ehsan on Wednesday, 25 June 2025 at 10.00 a.m. or at any adjournment thereof and to vote on the following resolutions referred to in the Notice of the 23rd AGM. My/our proxy is to vote as indicated below:-

Ordinary Resolutions		For	Against
1.	Approval of the payment of Directors' fees and benefits for the financial year ending 31 December 2025.		
2.	Re-election of Dato' Sri Alias Bin Ahmad Nor as Director.		
3.	Re-election of Mr. Kunal Tayal as Director.		
4.	Re-election of Encik Al-Fazirul David Bin Abdullah as Director.		
5.	Re-appointment of Grant Thornton Malaysia PLT as Auditors and to authorise the Directors to fix their remuneration.		
6.	Renewal of Authority for Directors to Issue Shares.		

* Strike out whichever is not applicable.

Please indicate with an "X" in the space provided whether you wish your votes to be cast for or against the resolution. In the absence of specific direction, your proxy will vote or abstain as he/she thinks fit.

Signed this day of , 2025

.....
Signature/Common Seal of Member/Rubber
Stamp of Member^A

^A Manner of execution:

- (a) If you are an individual member, please sign where indicated.
- (b) If you are a corporate member which has a common seal, this proxy form should be executed under seal in accordance with the constitution of your corporation.
- (c) If you are a corporate member which does not have a common seal, this proxy form should be affixed with the rubber stamp of your company (if any) and executed by:
 - (i) at least two (2) authorised officers, of whom one shall be a director; or
 - (ii) any director and/or authorised officers in accordance with the laws of the country under which your corporation is incorporated.



Notes:

1. A member of a company entitled to attend and vote at a meeting of the Company shall be entitled to appoint any person as his/her proxy to attend and vote instead of the members at the meeting. There shall be no restriction as to the qualification of the proxy.
2. A proxy appointed to attend and vote at a meeting of the Company shall have the same rights as the members to speak at the meeting. A member shall not appoint more than two (2) proxies to attend and vote at the same meeting. Where a member appoints two proxies to attend and vote at the same meeting, such appointment shall be invalid unless the member specifies the proportion of his shareholding to be represented by each proxy.
3. Where a member of the Company is an exempt authorised nominee which hold ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("Omnibus Account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act") which is exempted from compliance with the provisions of subsection 25A(1) of the Central Depositories Act.
4. The Form of Proxy or other instruments of appointment must be deposited at the office of the share registrar of the Company, Securities Services (Holdings) Sdn Bhd at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Malaysia or lodged electronically via SS e-Portal at <https://sshsb.net.my/> not later than twenty four (24) hours before the time appointed for the taking of the poll or any adjournment thereof. Kindly refer to the Procedures for Electronic Submission of Proxy Form in Appendix A.
5. If the appointor is a corporation, the Form of Proxy must be executed under its Common Seal or under the hand of an officer or attorney duly authorised.
6. The resolutions as set out in the Notice of Annual General Meeting are to be voted by poll pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.
7. For purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with the Company's Constitution and Paragraph 7.16(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, to make available a Record of Depositors ("ROD") as at 18 June 2025. Only a member whose name appears on such ROD shall be entitled to attend, speak and vote at this meeting or appoint proxy(ies) to attend and/or speak and/or vote on his/her behalf.

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AFFIX
STAMP

**THE SHARE REGISTRAR OF
G3 GLOBAL BERHAD**
Registration No. 200201002733 (570396-D)
SECURITIES SERVICES (HOLDINGS) SDN. BHD.
Level 7, Menara Milenium
Jalan Damanlela
Pusat Bandar Damansara
Damansara Heights
50490 Kuala Lumpur
Wilayah Persekutuan Kuala Lumpur
Malaysia

2nd Fold Here

Fold This Flap For Sealing

**(A) Sign up for a user account at Securities Services e-Portal**

Step 1	Visit https://sshsb.net.my/	• This is a ONE-TIME registration. If you already have a user account, you need not register again. • Your email address is your User ID. • Please proceed to (B) once you are a registered user.
Step 2	Sign up for a user account	
Step 3	Wait for our notification email that will be sent within one (1) working day	
Step 4	Verify your user account within seven (7) days of the notification email and log in	

REGISTER AS A USER BY 18 JUNE 2025 TO SUBMIT E-PROXY FORM**(B) Submit e-Proxy Form**

Meeting Date and Time	Proxy Form Submission Closing Date and Time
Wednesday, 25 June 2025 at 10:00 a.m.	Tuesday, 24 June 2025 at 10:00 a.m.
➤ Log in to https://sshsb.net.my/ with your registered email and password. ➤ Look for G3 Global Berhad under Company Name and 23rd AGM on 25 June 2025 at 10:00 a.m. – Submission of Proxy Form under Event and click ">" to submit your proxy forms online for the meeting by the submission closing date and time above.	
Step 1 Check if you are submitting the proxy form as – ▪ Individual shareholder ▪ Corporate or authorised representative of a body corporate <i>For body corporates, the appointed corporate/authorised representative is to upload the evidence of authority (e.g. Certificate of Appointment of Corporate Representative, Power of Attorney, letter of authority or other documents proving authority). All documents that are not in English or Bahasa Malaysia have to be accompanied by a certified translation in English in 1 file. The <u>original</u> evidence of authority and translation thereof, if required, have to be submitted to The Company's Share Registrar at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan for verification before the proxy form submission closing date and time above or handover the said document to the registrar at the registration counter.</i> Step 2 Enter your CDS account number or the body corporate's CDS account number and corresponding number of securities. Then enter the information of your proxy(ies) and the securities to be represented by your proxy(ies). You may appoint the Chairman of the meeting as your proxy where you are not able to participate. Step 3 Proceed to indicate how your votes are to be casted against each resolution. Step 4 Review and confirm your proxy form details before submission. • A copy of your submitted e-Proxy Form can be accessed via My Records (refer to the left navigation panel). • You need to submit your e-Proxy Form for every CDS account(s) you have or represent.	

Enquiry

If you have any enquiries relating to the registration for the AGM, please contact the following persons from our Shares Registrar during office hours from Monday to Friday, 8.30 a.m. to 12.15 p.m. and from 1.15 p.m. to 5.30 p.m.:

Securities Services (Holdings) Sdn. Bhd.

General Line : +603-2084 9000

Email : eservices@sshsb.com.my

Officers : Mr. Wong Piang Yoong (DID: +603 2084 9168)
Puan Norhasliliwati (DID: +603 2084 9163)
Encik Afiq Aiman (DID: +603 2084 9007)



www.g3global.com.my

G3 GLOBAL BERHAD

Company No. 200201002733 (570396-D)

05-05-02, Block 5, Corporate Park, Star Central

Lingkaran Cyber Point Timur, Cyber 12, 63000 Cyberjaya, Selangor Darul Ehsan

T +603 - 8800 7000